

June 24, 2022

To,
The Corporate Relationship Department
BSE Limited
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Scrip Code: 509073

Sub: Disclosure of Voting Results in respect of the 38th Annual General Meeting of the Company held on Friday, June 24, 2022

The details of voting results in respect of the 38th Annual General Meeting of the Company held on Friday, June 24, 2022 are enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report on e-voting (remote e-voting and e-voting at the Meeting).

This for your information and records.

Thanking you

Yours faithfully,

For Hathway Bhawani Cabletel & Datacom Limited



Ajay Singh
Company Secretary and Compliance Officer
FCS: 5189

Encl: As above

HATHWAY BHAWANI CABLETEL & DATACOM LIMITED

Format for Voting Results

Date of the AGM/EGM	June 24, 2022
Total number of shareholders on record date	4594
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	33

Agenda-wise disclosure

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Resolution No. 1: To consider and adopt: (a) the audited Standalone Financial Statement for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon. (b) the audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon (Ordinary Resolution)

Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	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	52,88,931	52,11,196	98.5302	52,11,196	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		52,88,931	52,11,196	98.5302	52,11,196	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0	0.0000
Public- Non Institutions	E-Voting	28,11,069	3,044	0.1083	3,044	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		28,11,069	3,044	0.1083	3,044	0	100.0000
Total		81,00,000	52,14,240	64.3733	52,14,240	0	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes

Resolution No. 2: To re-appoint Mr. Vatan Pathan, who retires by rotation as Director (Ordinary Resolution)

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 (4)	No. of Votes – against (5)	% 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	52,88,931	52,11,196	98.5302	52,11,196	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		52,88,931	52,11,196	98.5302	52,11,196	0	100.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0	0.0000
Public- Non Institutions	E-Voting	28,11,069	3,044	0.1083	1,987	1,057	65.2759	34.7240
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		28,11,069	3,044	0.1083	1,987	1,057	65.2760
	Total	81,00,000	52,14,240	64.3733	52,13,183	1,057	99.9797	0.0203

Whether resolution is passed or not? (yes/No): Yes

Resolution No. 3: To re-appoint M/s.Nayan Parikh Co., Chartered Accountants (Firm Registration No.107023W) as Statutory Auditors of the Company (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 favour (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 and Promoter Group	E-Voting	52,88,931	52,11,196	98.5302	52,11,196	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		52,88,931	52,11,196	98.5302	52,11,196	0	100.0000

Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	28,11,069	3,044	0.1083	3,044	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	28,11,069	3,044	0.1083	3,044	0	100.0000	0.0000
	Total	81,00,000	52,14,240	64.3733	52,14,240	0	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes

For Hathway Bhawani Cabletel & Datacom Limited




Ajay Singh
Company Secretary and Compliance Officer
FCS: 5189

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

June 24, 2022

To,
The Chairman
Hathway Bhawani Cabletel & Datacom Limited
805/806, Windsor, 8th Floor,
Off CST Road, Kalina,
Santacruz (East),
Mumbai – 400 098

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting prior to and e-voting conducted during 38th Annual General Meeting (38th AGM or AGM) of the Members of Hathway Bhawani Cabletel & Datacom Limited held on June 24, 2022.

Hathway Bhawani Cabletel & Datacom Limited ("the Company") vide Resolution passed by its Board at their meeting held on April 11, 2022 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to the 38th Annual General Meeting ("AGM") and e-voting conducted during AGM on the resolutions contained in the Notice dated May 16, 2022 for the AGM, as prescribed under Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (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 AGM was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 21/2021 dated December 14, 2021 read together with Circular No. 02/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 (collectively "Circulars") issued by the Ministry of Corporate Affairs ("MCA"). The Company provided e-voting facility during the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations,



2015 and the Circulars, relating to remote e-voting prior to the AGM and e- voting during the AGM on the resolutions as contained in the aforesaid Notice of the AGM of the Members of the Company. My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to the AGM and e-voting during the AGM 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 and e-voting system during the AGM as per the facility provided by KFin Technologies Limited ("KFinTech"), the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting facility during the AGM.

The MCA vide Circulars mentioned above has permitted the holding of Annual General Meeting through VC/OAVM, without physical presence of the Members at a common venue. As required under Section 101 of the Act, Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per Circulars issued by the MCA and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022. In compliance with the provisions of MCA's Circulars, the AGM of the Company was held through VC/OAVM.

Following resolutions were proposed for approval by remote e-voting prior to the AGM and e-voting during the AGM by the Members of the Company:

1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of:
 - a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon;
 - b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the Report of Auditors thereon;
2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Mr. Vatan Pathan (DIN: 07468214), who retired by rotation at the 38th Annual General Meeting and being eligible, had offered himself for re-appointment, as Non-Executive Director of the Company;
3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of M/s. Nayan Parikh & Co., Chartered Accountants (Firm Registration No.107023W) as Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of 38th Annual General Meeting till the conclusion of 43rd AGM, at such remuneration as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.



The Company provided the remote e-voting facility to the members to cast votes on aforesaid resolutions prior to the AGM. The Company also provided e-voting facility during the AGM to those members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to Shareholders of the Company to exercise their voting rights from 9:00 a.m. of Tuesday, June 21, 2022 up to 5:00 p.m. of Thursday, June 23, 2022. Accordingly, votes casted through remote e-voting upto 5:00 p.m. of Thursday, June 23, 2022 have been considered for my scrutiny.

The remote e-voting prior to AGM and e-voting during the AGM data was unblocked in the presence of Mr. Manoj Dhamal and Ms. Twinkle Wadhwa, two persons not in employment with the Company. As required under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, a register has been maintained and particulars of all the e-votes received from the members have been recorded therein. In case of shareholders who casted votes through remote e-voting prior to the AGM as well as e-voting during the AGM, the voting through remote e-voting of such shareholders was treated as valid. A summary of the votes casted by shareholders through remote e-voting prior to the AGM and e-voting during the AGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to the AGM and e-voting during the AGM in respect of the above-mentioned resolutions may accordingly be declared by the Chairman of the Meeting or any other person authorised by him in this regard.

Thanking you,
Yours sincerely,

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**



**HIMANSHU S. KAMDAR
PARTNER
MEM. NO. FCS 5171
COP NO. 3030
UDIN:F005171D000527638
PEER REVIEW CER. No. 668/2020**

The summary of the votes cast through remote e-voting prior to and e-voting during the 38th AGM for each of the resolutions is given below:

Resolution No. 1 as an Ordinary Resolution for consideration and adoption of:

- (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon;
- (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the Report of Auditors thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	0	0
b.	Votes cast through remote e-voting	35	52,14,240
	Total	35	52,14,240
c.	Less: Invalid voting	0	0
d.	Net Valid voting	35	52,14,240
	(i) Voting with assent for the Resolution	35	52,14,240
	% of Assent		100
	(ii) Voting with dissent for the Resolution	0	0
	% of Dissent		-



Resolution No. 2 as an Ordinary Resolution for re-appointment of Mr. Vatan Pathan (DIN: 07468214), who retired by rotation at the 38th Annual General Meeting and being eligible, had offered himself for re-appointment, as Non-Executive Director of the Company.

Sr. No.	Particulars	Resolution No. 2	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	0	0
b.	Votes cast through remote e-voting	35	52,14,240
	Total	35	52,14,240
c.	Less: Invalid voting	0	0
d.	Net Valid voting	35	52,14,240
	(i) Voting with assent for the Resolution	34	52,13,183
	% of Assent		*99.98
	(ii) Voting with dissent for the Resolution	1	1057
	% of Dissent		0.02

**Rounded off to nearest number*



Resolution No. 3 as an Ordinary Resolution for re-appointment of M/s Nayan Parikh & Co., Chartered Accountants (Firm Registration No.107023W) as Statutory Auditors of the Company for a second term of 5 (five) consecutive years, to hold office from the conclusion of 38th Annual General Meeting till the conclusion of 43rd AGM, at such remuneration as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

Sr. No.	Particulars	Resolution No. 3	
		No. of members who voted	No. of shares voted for
a.	Votes cast through e-voting during AGM	0	0
b.	Votes cast through remote e-voting	35	52,14,240
	Total	35	52,14,240
c.	Less: Invalid voting	0	0
d.	Net Valid voting	35	52,14,240
	(i) Voting with assent for the Resolution	35	52,14,240
	% of Assent		100
	(ii) Voting with dissent for the Resolution	0	0
	% of Dissent		-

