



Date: 18<sup>th</sup> December, 2015

<b>The Corporate Relationship Department</b> BSE Limited P. J. Towers, 1 <sup>st</sup> Floor, Dalal Street, Mumbai – 400 001  BSE Security Code: 533162	<b>The Corporate Relationship Department</b> National Stock Exchange of India Limited, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051  NSE Trading Symbol: HATHWAY
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Dear Sirs,

**Sub.: Details of Postal Ballot Pursuant of Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant of Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details of voting results of the Postal Ballot, declared by the Company on 18<sup>th</sup> December, 2015. The resolution set out in the Postal Ballot notice was approved by the shareholders of the Company with requisite majority.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully

**FOR HATHWAY CABLE & DATACOM LIMITED**

**AJAY SINGH**

*Company Secretary & Chief Compliance Officer*

FCS No. 5189

**Hathway Cable & Datacom Limited**

805/806, "Windsor", Off. C.S.T. Road, Kalina, Santacruz (E), Mumbai - 400 098. Tel.: +91 22 6774 2500 Fax : +91 22 6774 2400

Regd. Off.: "Rahejas" 4th Floor, Main Avenue, Santacruz (W), Mumbai - 400 054. Website: www.hathway.com

CIN : L64204MH1959PLC011421

Date of the declaration of Postal Ballot	December 18, 2015
Total number of shareholders on record date	As on record date i.e. 6 <sup>th</sup> November, 2015 No. of shareholders were 12,636.
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

**Details of Agenda**

Sr. No.	Agenda Item	Resolution type (Ordinary/ Special)	Mode of voting (Show of hands/ Poll/Postal ballot/ E-voting)	Remarks
1.	Reappointment of Mr. Jagdishkumar G. Pillai (DIN: 00036481) as the Managing Director and CEO of the Company for a period of 2 years with effect from 21st December, 2015.	Special	Postal Ballot/ e-Voting	Resolution passed with requisite majority as per table below

For Hathway Cable &amp; Datacom Limited


Ajay Singh  
Company Secretary and Chief Compliance Officer

Resolution required: (Ordinary/Special)		Special									
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	36,10,61,015	36,10,61,015	100.0000	36,10,61,015	0	100.0000	0.0000			
	Poll	0	0	0.0000		0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000		0	0.0000	0.0000			
	<b>Total</b>	<b>36,10,61,015</b>	<b>36,10,61,015</b>	<b>100.0000</b>	<b>36,10,61,015</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public-Institutional	E-Voting	13,17,73,496	13,17,73,496	100.0000	1,31,76,0056	13,440	99.9898	0.0102			
	Poll	0	0	0.0000		0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000		0	0.0000	0.0000			
	<b>Total</b>	<b>13,17,73,496</b>	<b>13,17,73,496</b>	<b>100.0000</b>	<b>1,31,76,0056</b>	<b>13,440</b>	<b>99.9898</b>	<b>0.0102</b>			
Public-Non Institution	E-Voting	11,10,66,809	11,10,66,809	100.0000	1,11,06,6609	200	99.9998	0.0002			
	Poll	0	0	0.0000		0	85.5783	0			
	Postal Ballot (if applicable)	17,439	17,439	0.0000	14,924	2,515	0.0000	14.4217			
	<b>Total</b>	<b>11,10,84,248</b>	<b>11,10,84,248</b>	<b>100.0000</b>	<b>11,10,81,533</b>	<b>2,715</b>	<b>99.9998</b>	<b>14.4219</b>			
<b>Total</b>		<b>60,39,18,759</b>	<b>60,39,18,759</b>	<b>100.0000</b>	<b>60,39,02,604</b>	<b>16,155</b>	<b>100.0000</b>	<b>0.0027</b>			

For Hathway Cable & Datacom Limited

  
Ajay Singh  
Company Secretary and Chief Compliance Officer

# 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

December 17, 2015

The Chairman  
**Hathway Cable & Datacom Limited**  
Rahejas, 4<sup>th</sup> Floor, Corner of Main Avenue  
V P Road Santacruz (West)  
Mumbai – 400 054

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014**

Hathway Cable & Datacom Limited ("the Company") vide resolution passed by its Board of Directors at their meeting held on 6<sup>th</sup> November, 2015, appointed the undersigned as the Scrutinizer to ensure that the process of Postal Ballot is conducted in the manner prescribed under Section 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules of Chapter VII") and the said provisions are duly complied with.

As required under Section 110 of the Act read with Rule 22 of the Rules of Chapter VII, a Postal Ballot Notice and explanatory statement under Section 102 of the Companies Act, 2013, along with postal ballot form and pre-paid postal envelope returnable to the Scrutinizer were sent to the shareholders by courier and through electronic means, for passing of the Special Resolution for re-appointment of Mr. Jagdishkumar G. Pillai (DIN: 00036481) as the Managing Director and CEO of the Company for a period of 2 (two) years with effect from 21<sup>st</sup> December, 2015 on terms and conditions as set out in the resolution proposed for seeking approval of shareholders.



**CERTIFIED TRUE COPY**

For Hathway Cable & Datacom Limited

  
Ajay Singh  
Company Secretary and Chief Compliance Officer

The Company also availed the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for providing e-Voting facility to the shareholders of the Company as required under Rule 20 of the Rules of Chapter VII.

The Shareholders were required to complete the postal ballot form and return the same in pre-paid envelope addressed to Scrutinizer so as to reach not later than 5.00 p.m. on Thursday, 17<sup>th</sup> December, 2015 or cast their votes through e-voting on the basis of password provided to them by CDSL by 5.00 p.m. on Thursday, 17<sup>th</sup> December, 2015. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 p.m. on Thursday, 17<sup>th</sup> December, 2015 have been considered for my scrutiny. As required under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, a register was maintained and particulars of all postal ballot forms received from the shareholders have been recorded therein.

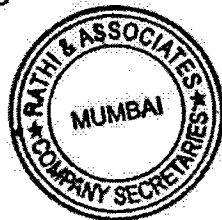
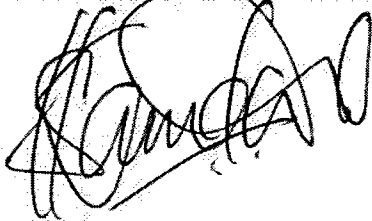
A summary of the ballot papers received and e-Voting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by shareholders through Postal Ballots and E-Voting in respect of the above mentioned Resolution may accordingly be declared by the Chairman.

Thanking you,

Yours sincerely,

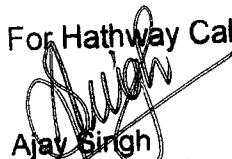
**For RATHI & ASSOCIATES  
COMPANY SECRETARIES**



**HIMANSHU S. KAMDAR  
PARTNER  
FCS No. 5171  
COP No. 3030**

**CERTIFIED TRUE COPY**

For Hathway Cable & Datacom Limited



**Ajay Singh  
Company Secretary and Chief Compliance Officer**

**Annexure**

The summary of the Postal Ballot Forms (PBF) and e-Voting confirmations received is given below:

**For Resolution:**

Sr. No.	Particulars	Resolution 1	
		No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	108	29,023
b.	e-Voting Confirmations	62	60,39,01,320
	<b>Total</b>	<b>170</b>	<b>60,39,30,343</b>
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	16	11,584
d.	<b>Net Valid Postal Ballot Forms / e-Voting for the Resolution</b>	<b>154</b>	<b>60,39,18,759</b>
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	147	60,39,02,604
	<b>% of Assent</b>		<b>99.997</b>
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	7	16,155
	<b>% of Dissent</b>		<b>0.003</b>



**CERTIFIED TRUE COPY**

For Hathway Cable & Datacom Limited

Ajay Singh

Company Secretary and Chief Compliance Officer

## **Declaration of results of Postal Ballot**

In terms of Section 110 of the Companies Act 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), members approval was sought for the resolution appended to the Postal Ballot Notice dated 6<sup>th</sup> November, 2015. The Postal Ballot Notice containing Special Resolution together with the statement to be annexed to the Postal Ballot Notice was sent to all the Shareholders on 17<sup>th</sup> November, 2015 and the last date for receipt of postal ballot forms duly completed, from the shareholders was 17<sup>th</sup> December, 2015.

Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner of M/s. Rathi & Associates, Company Secretaries was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer has submitted his report and the postal ballot results are as follows:

### **Resolution No. 1 – Special Resolution**

Re-appointment of Mr. Jagdishkumar G. Pillai (DIN: 00036481) as the Managing Director and CEO of the Company for a period of 2 (two) years with effect from 21<sup>st</sup> December, 2015 on terms and conditions as set out in the said resolution.

The aforesaid resolution is passed with the requisite majority.

**For Hathway Cable and Datacom Limited**



**Ajay Singh**

**Company Secretary & Chief Compliance Officer**

**FCS No. 5189**

**Date: 18<sup>th</sup> December, 2015**

**Place: Mumbai**

A summary of Postal Ballot Form (PBF) received/ Votes Cast through e-Voting is as under:

**For Resolution:**

Sr. No.	Particulars	Resolution 1	
		No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	108	29,023
b.	e-Voting Confirmations	62	60,39,01,320
	<b>Total</b>	<b>170</b>	<b>60,39,30,343</b>
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	16	11,584
d.	<b>Net Valid Postal Ballot Forms / e-Voting for the Resolution</b>	<b>154</b>	<b>60,39,18,759</b>
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	147	60,39,02,604
	<b>% of Assent</b>		<b>99.997</b>
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	7	16,155
	<b>% of Dissent</b>		<b>0.003</b>

For Hathway Cable and Datacom Limited

Date: 18<sup>th</sup> December, 2015

Place: Mumbai



Ajay Singh

Company Secretary & Chief Compliance Officer

FCS No. 5189

**Hathway Cable & Datacom Limited**

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