

Date: 17th October, 2016

To, The Listing Department The National Stock Exchange of India Limited Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 NSE Trading Symbol: HATHWAY	To, The Corporate Relationship Department BSE Limited P.J. Towers, 1 st Floor, Dalal Street, Mumbai – 400 001 BSE Security Code: 533162
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Dear Sir(s),

Sub.: Details of Court Convened Meeting of Equity Shareholders of the Company pursuant to Regulation 44 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 voting result of the Court Convened Meeting of the Equity Shareholders of the Company declared by the Chairman on Monday, 17th October, 2016 along with the Scrutinizer's Report issued by Mr. Himanshu Kamdar, Rathi and Associates. The resolution set out in the notice was approved by the shareholders of the Company with requisite majority.

Request you to take the same on record and oblige.

Thanking you,

Yours faithfully

FOR HATHWAY CABLE & DATACOM LIMITED



Ajay Singh

Head Legal, Company Secretary & Chief Compliance Officer

FCS No. 5189

Encls: As above

Hathway Cable & Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai 400 098. Tel.: +91 022 6774 2500, Fax : +91 22 6774 2400

Regd. Off.: "Rahejas", 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (W), Mumbai - 400 054.

Email : info@hathway.net Website: www.hathway.com

Details of Item No. 1

Resolution Required :			Special					
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	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	361061015	361061015	100.0000	361061015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		361061015	100.0000	361061015	0	100.0000	0.0000
Public Institutions	E-Voting	329717863	108601680	32.9378	108601680	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (Not applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		108601680	32.9378	108601680	0	100.0000	0.0000
Public Non Institutions	E-Voting	139715622	97090	0.0695	97090	0	100.0000	0.0000
	Poll		79280	0.0567	79279	1	99.9987	0.0013
	Postal Ballot (Not applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		176370	0.1262	176369	1	99.9994	0.0006
Total		830494500	469839065	56.5734	469839064	1	100.0000	0.0000

For Hathway Cable & Datacom Limited


 Ajay Singh
 Head Legal, Company Secretary
 & Chief Compliance Officer

Annexure I

Date of EGM	October 15, 2016
Total number of shareholders on record date	As on record date i.e. 8 th October, 2016 No. of shareholders were 15, 093
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 were 95. 4 91
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-)	Remarks
1.	To consider and if thought fit, to approve, with or without modification(s), the proposed demerger embodied in the scheme of arrangement between Hathway Cable and Datacom Limited (Applicant Company) and Hathway Broadband Private Limited and their respective shareholders and creditors (the Scheme).	Special	E-Voting	Resolution passed with requisite majority as per table below

For Hathway Cable & Datacom Limited


Ajay Singh
Head Legal, Company Secretary
& 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

17th October, 2016

The Chairman of the Court Convened Meeting
Hathway Cable And Datacom Limited
Rahejas, 4th Floor,
Corner of Main Avenue,
V R Road, Santacruz (W),
Mumbai - 400 054

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at the Court Convened Meeting of the Equity Shareholders of Hathway Cable And Datacom Limited

1. Hathway Cable and Datacom Limited ("**the Company**") at its Board Meeting held on 1st September, 2016 appointed the undersigned as the Scrutinizer for the process of remote e-voting, and voting through physical ballots at the court convened meeting under Section 108 of the Companies Act, 2013 ("**Act**") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolution seeking shareholders' approval to the proposed demerger embodied in the scheme of arrangement between Hathway Cable and Datacom Limited and Hathway Broadband Private Limited contained in the notice dated 1st September, 2016, placed for approval of the equity shareholders of the Company at the court convened meeting of the equity shareholders of the Company held on Saturday, 15th October, 2016 at 03.00 p.m. pursuant to the order dated 1st September, 2016 ("**Order**") passed by the Hon'ble Bombay High Court ("**Court Convened Meeting**").
2. The management of the Company is responsible to ensure the compliance with the applicable law, relating to remote e-voting and voting through physical ballots at the Court Convened Meeting on the resolution contained in the aforesaid Notice. My responsibility as a scrutinizer for the voting process through electronic means and through physical ballots at the Court Convened Meeting is to ensure that the voting is done in a fair and transparent manner and restricted to make a Consolidated



Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the records received and the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facilities and the records maintained by the Company and the authorizations/proxies lodged with the Company.

3. As required under Section 391 of the Companies Act, 1956 read with Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the Court Convened Meeting was sent to the Members by permitted means, for seeking approval of members on following resolution:

"RESOLVED THAT pursuant to the provisions of Sections 391 to 394 of the Companies Act, 1956 (hereinafter referred to as the "Act") and other applicable provisions, if any, of the Companies Act, 1956 and Companies Act, 2013 and subject to the approval of the Hon'ble High Court of Judicature at Bombay and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble High Court of Judicature at Bombay or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors(hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the proposed Scheme of Arrangement between Hathway Cable and Datacom Limited and Hathway Broadband Private Limited and their respective shareholders and the creditors ("Scheme") as placed before this Meeting and initialled by the Chairman of the Meeting for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble High Court of Judicature at Bombay while sanctioning the Scheme or by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."



4. The Company provided the electronic voting facility to the equity shareholders in accordance with the directions of the Order and provisions of applicable law. The Company provided the remote e-Voting facility offered by CDSL to cast votes on aforesaid resolution through e-Voting by the members of the Company. Remote e-Voting facility was made available to shareholders of the Company to exercise their voting rights from Tuesday, 11th October, 2016 (10.00 a.m. IST) upto Friday, 14th October, 2016 (5.00 p.m. IST).
5. The Company also distributed physical ballots to the members present at the Court Convened Meeting to enable them to cast their votes on the aforesaid resolution.
6. After the time fixed for closing of the physical ballots by the Chairman, one ballot box kept for physical ballots was locked in my presence with due identification marks placed by me.
7. The locked physical ballots box was subsequently opened in my presence and in the presence of two witnesses not in the employment with the Company namely, Mr. Vinod Agarwal and Mr. Anil Parekh and the physical ballots were diligently scrutinized. The physical ballots were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
8. The physical ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The ballots were also scrutinized for the purpose of eliminating duplicate voting (i.e.) on electronic voting as well as use of ballot.
9. After counting of votes by physical ballots and votes cast through remote e-Voting upto 5.00 p.m. on Friday, 14th October, 2016 were un-blocked on 15th October, 2016 at around 04.00 p.m. in the presence of two witnesses namely, Ms. Trupal Trivedi (PAN AOOPT2536C) resident of Thane – 400 601 and Ms. Kunjal Parekh (PAN BGSPP2968P) resident of Ghatkopar – 400 007 who have un-blocked the votes cast through remote e-Voting.
10. I submit my consolidated report on votes cast through remote e-Voting and physical ballots at the Court Convened Meeting, on the resolution contained in the Notice dated 1st September 2016, placed for approval of the Shareholders of the Company as under:



10.1 Physical Ballots:

Total No. of members who were present in person or by proxy or by authorized representative who cast their votes	56
Total Number of votes (in terms of number of shares held) cast	79,280

(a) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of the total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast	% of total number of votes (in terms of number of shares held) cast
55	57.89%	79,279	99.99%

(b) Voted against the resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% of the total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of number of shares held) cast	% of total number of votes (in terms of number of shares held) cast
1	1.05%	1	0.01%

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast
0	0



10.2 Remote e-Voting:

Total No. of members who cast their votes	66
Total Number of votes (in terms of number of shares held) cast	469,759,785

(a) Voted in favour of the resolution:

Number of members voted	% of the total number of members voted	Number of votes (in terms of number of shares held) cast	% of total number of votes (in terms of number of shares held) cast
66	100%	469,759,785	100%

(b) Voted against the resolution:

Number of members voted	% of the total number of members voted	Number of votes (in terms of number of shares held) cast	% of total number of votes (in terms of number of shares held) cast
0	0	0	0

(c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast
0	0



10.4 Consolidated Voting Result:

Total No. of members who cast their votes by remote e-Voting, Physical ballots and Instapoll electronic voting facility	122
Total Number of votes (in terms of number of shares held) cast	469,839,065

(a) Voted in favour of the resolution:

Number of members voted (including votes cast electronically)	% of the total number of members voted (including votes cast electronically)	Number of votes (in terms of number of shares held) cast (including votes cast electronically)	% of total number of votes (in terms of number of shares held) cast (including votes cast electronically)
121	57.89%	469,839,064	99.99%

(b) Voted against the resolution:

Number of members voted (including votes cast electronically)	% of the total number of members voted (including votes cast electronically)	Number of votes (in terms of number of shares held) cast (including votes cast electronically)	% of total number of votes (in terms of number of shares held) cast (including votes cast electronically)
1	1.05%	1	0.01%

(c) Invalid votes:

Total number of members whose votes were declared invalid (including votes cast electronically)	Total number of votes cast (including votes cast electronically)
0	0



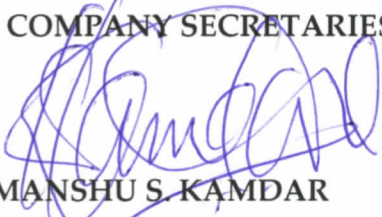
11. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

The results of the voting by members through remote e-Voting and physical ballots at the Court Convened Meeting in respect of the above mentioned Resolution may accordingly be declared by the Company.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



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



Declaration of result of remote e-voting/Ballot voting at Court Convened Meeting of Equity Shareholders of Hathway Cable and Datacom Limited held on Saturday, 15th October, 2016

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Amendment 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 Cable and Datacom Limited ("the Company") provided remote e-voting facility and voting through Ballot to the Members at the Court Convened Meeting of Equity Shareholders ("the Meeting") of the Company held on Saturday, 15th October, 2016 on the resolution set out in the Notice dated 1st September, 2016 pursuant to the Order passed by the Hon'ble High Court of Judicature at Bombay.

Members' voting through remote e-voting during the period from Tuesday, 11th October, 2016 at 10.00 a.m. till Friday, 14th October, 2016 upto 5.00 p.m., being 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 said meeting. The Board had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner, M/s Rathi & Associates, Company Secretaries, as Scrutinizer to scrutinize the voting process of the meeting of the Company.

Based on the Scrutinizer's Report dated 17th October, 2016, we hereby declare that the resolution as set out in the Notice dated 1st September, 2016 of the meeting of the Company, has been duly passed with requisite majority, the details of which is specified herein below:

Item No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	To consider and if thought fit, to approve, with or without modification(s), the proposed demerger embodied in the scheme of arrangement between Hathway Cable and Datacom Limited (Applicant Company) and Hathway Broadband Private Limited and their respective shareholders and creditors (the Scheme).	100%	-	Special Resolution

For Hathway Cable and Datacom Limited



Jagdishkumar G. Pillai
Managing Director and Chief Executive Officer
DIN: 00036481

Date: 17th October, 2016
Place: Mumbai

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

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