



Date: 15<sup>th</sup> March, 2017

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

Dear Sir(s),

**Sub.: Corrigendum to declaration of Postal Ballot Voting Result pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the voting result published by the Company on Tuesday, March 14, 2017, in page Nos. 2 and 9 thereof, the Agenda Item No. 1 and Resolution No. 1, respectively, should be read as **“Authority to Board Of Directors of the Company for rescinding the earlier resolution passed by the shareholders of the Company for demerging the ISP business of the Company into Hathway Broadband Private Limited.”**

Request you to take the note of the change and update your records.

Thanking you,

Yours faithfully,  
**FOR HATHWAY CABLE & DATACOM LIMITED**

**Ajay Singh**  
*Head Legal, 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.: +91 022 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

CIN : L64204MH1959PLC011421

Date: 14<sup>th</sup> March, 2017

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

**Dear Sir(s),**

**Sub.: Details of Postal Ballot Voting Result 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 details of voting results of the Postal Ballot declared by the Company on 14<sup>th</sup> March, 2017. The resolutions set out in the Postal Ballot notice were 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

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**Annexure I**

Date of the declaration of Voting Result	March 14, 2017
Total number of shareholders on record date	As on record date i.e. 3 <sup>rd</sup> February, 2017, No. of shareholders were 14,428
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-	Remarks
1.	Authorizing the Board of Directors for demerger of the ISP business of the Company into Hathway Broadband Private Limited.	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below
2.	Authorizing the Board of Directors for the sell, transfer or dispose of the Cable Television Business of the Company by way of Slump sale to Hathway Datacom Central Private Limited, a wholly owned subsidiary company of the Company on terms and conditions as set out in the resolution proposed for seeking approval of shareholders	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below

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**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%	361061015	0	100%	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361061015</b>	<b>100%</b>	<b>361061015</b>	<b>0</b>	<b>100%</b>	<b>0%</b>
Public Institutions	E-Voting	328795326	195308494	59.40%	195308494	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>195308494</b>	<b>59.40%</b>	<b>195308494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	140638159	72147049	51.30%	72145467	1582	99.998%	0.002%
	Poll		0	0.00%	0	0	0.0000	0.0000
	Postal Ballot		89493	0.06%	89213	280	99.687%	0.3129%
	<b>Total</b>		<b>72236542</b>	<b>51.36%</b>	<b>72234680</b>	<b>1862</b>	<b>99.997%</b>	<b>0.0030</b>
<b>Total</b>		<b>830494500</b>	<b>628606051</b>	<b>76.5797</b>	<b>628604189</b>	<b>1862</b>	<b>99.9997</b>	<b>0.0030</b>

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**Details of Item No. 2**

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%	361061015	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>361061015</b>	<b>100.00%</b>	<b>361061015</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	328795326	195308494	59.40%	195308494	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>195308494</b>	<b>59.40%</b>	<b>195308494</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	140638159	79530930	56.55%	79529510	1420	99.9982%	0.0018%
	Poll		0	0.000%	0	0	0.0000	0.0000
	Postal Ballot		90662	0.064%	90382	280	99.69%	0.31%
	<b>Total</b>		<b>79621592</b>	<b>56.61%</b>	<b>79619892</b>	<b>1700</b>	<b>99.9974</b>	<b>0.0026</b>
<b>Total</b>		<b>830494500</b>	<b>635991101</b>	<b>76.58%</b>	<b>635989401</b>	<b>1700</b>	<b>99.9997</b>	<b>0.0003</b>

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CIN: L64204MH1959PLC011421

14<sup>th</sup> March, 2017

To

The Chairman

**HATHWAY CABLE AND 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 And Datacom Limited ("the Company") vide resolution passed by its Board of Directors at their meeting held on Wednesday, 8<sup>th</sup> February, 2017, 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 speed post and through electronic means, for passing of the resolutions as below:

1. Special Resolution for rescinding the earlier resolution passed by the shareholders of the Company for demerging the ISP business of the Company into Hathway Broadband Private Limited.
2. Special Resolution to sell, transfer or dispose of the Cable Television Business of the Company by way of Slump sale to Hathway Datacom Central Private Limited, a wholly owned subsidiary company of the Company.



The Company also provided the remote e-Voting facility to the Shareholders of the Company as offered by Central Depository Services (India) Limited (CDSL) 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 Sunday, 12<sup>th</sup> March, 2017 or cast their votes through remote e-Voting on the basis of password provided to them by CDSL by 5.00 p.m. on Sunday, 12<sup>th</sup> March, 2017. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 p.m. on Sunday, 12<sup>th</sup> March, 2017 have been considered for my scrutiny. As required under Rule 22(10) of the Rules of Chapter VII, 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 remote e-Voting confirmations with their pattern of voting is as per **Annexure** annexed to this Report.

The results of the voting by shareholders through Postal Ballots and remote 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**



**Resolution 1:**

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

Sr. No.	Particulars	No. of Ballots / Remote e-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	116	102008
b.	Remote e-voting confirmations received	87	635900601
	<b>Total</b>	<b>203</b>	<b>636002609</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations*	22	7396558
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>181</b>	<b>628606051</b>
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	165	628604189
	<b>% of Assent</b>		<b>99.99</b>
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	16	1862
	<b>% of Dissent</b>		<b>0.01</b>

\* includes voting by shareholders who availed remote e-voting facility but did not cast any single vote in favour or against the resolution.





**Resolution 2:**

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

Sr. No.	Particulars	No. of Ballots / Remote e-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	116	102008
b.	Remote e-voting confirmations received	87	635900601
	<b>Total</b>	<b>203</b>	<b>636002609</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations*	16	11346
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>187</b>	<b>635991263</b>
	(i) Physical Ballots / Remote e-voting confirmations with assent for the Resolution	172	635989563
	<b>% of Assent</b>		<b>99.99</b>
	(ii) Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	15	1700
	<b>% of Dissent</b>		<b>0.01</b>

\* includes voting by shareholders who availed remote e-voting facility but did not cast any single vote in favour or against the resolution.





### **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 resolutions appended to the Postal Ballot Notice dated 8<sup>th</sup> February, 2017. The Postal Ballot Notice containing Special Resolutions together with the statement to be annexed to the Postal Ballot Notice was sent to all the Shareholders on 10<sup>th</sup> February, 2017, and the last date for receipt of postal ballot forms duly completed, from the shareholders was 12<sup>th</sup> March, 2017.

Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner of M/s. Rathi & Associates, Company Secretaries as the Scrutinizer for conducting the Postal Ballot process 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. The Scrutinizer has submitted his report on votes cast through postal ballots and e-Voting with their pattern of voting as per Annexure and based on the Report received from the Scrutinizer, I declare that the resolutions as mentioned below have been passed with the requisite majority.

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

Authorizing the Board of Directors for demerger of the ISP business of the Company into Hathway Broadband Private Limited.

#### **Resolution No. 2 – Special Resolution**

Authorizing the Board of Directors for the sell, transfer or dispose of the Cable Television Business of the Company by way of Slump sale to Hathway Datacom Central Private Limited, a wholly owned subsidiary company of the Company on terms and conditions as set out in the resolution proposed for seeking approval of shareholders.

**FOR HATHWAY CABLE AND DATACOM LIMITED**

**Date: 14<sup>th</sup> March, 2017**

**Place: Mumbai**

**Ajay Singh**  
**Head Legal, Company Secretary & Chief Compliance Officer**

**FCS No.5189**

#### **Hathway Cable & Datacom Limited**

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CIN: L64204MH1959PLC011421



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

**For Resolution 1:**

Sr. No.	Particulars	Resolution 1	
		No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	116	102008
b.	e-Voting Confirmations	87	635900601
	<b>Total</b>	<b>203</b>	<b>636002609</b>
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations*	22	7396558
d.	<b>Net Valid Postal Ballot Forms / e-Voting with assent for the Resolution</b>	<b>181</b>	<b>628606051</b>
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	165	628604189
	<b>% of Assent</b>		<b>99.99</b>
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	16	1862
	<b>% of Dissent</b>		<b>0.01</b>

\* includes voting by shareholders who availed remote e-voting facility but did not cast any single vote in favour or against the resolution.

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**For Resolution 2:**

Sr. No.	Particulars	Resolution 2	
		No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	116	102008
b.	e-Voting Confirmations	87	635900601
	<b>Total</b>	<b>203</b>	<b>636002609</b>
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations*	16	11346
d.	<b>Net Valid Postal Ballot Forms / e-Voting with assent for the Resolution</b>	<b>187</b>	<b>635991263</b>
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	172	635989563
	<b>% of Assent</b>		<b>99.99</b>
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	15	1700
	<b>% of Dissent</b>		<b>0.01</b>

\* includes voting by shareholders who availed remote e-voting facility but did not cast any single vote in favour or against the resolution.

**FOR HATHWAY CABLE AND DATACOM LIMITED**



**Date: 14<sup>th</sup> March, 2017**

**Place: Mumbai**

**Ajay Singh**  
**Head Legal, Company Secretary & Chief Compliance Officer**  
**FCS No.5189**

**Hathway Cable & Datacom Limited**

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