

Date: 25th August, 2018

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 25th August, 2018. 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 AND DATACOM LIMITED



Ajay Singh

Head Corporate Legal, Company Secretary and Chief Compliance Officer
FCS No. 5189

Hathway Cable and Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai 400098. 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-400054.

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

CIN: L64204MH1959PLC011421

Annexure I

Date of the declaration of Voting Result	August 25, 2018
Total number of shareholders on record date	As on record date i.e. July 13, 2018, No. of shareholders were 26,924
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.	Raising of funds up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) by way of creating, offering, issuing and allotting, in one or more tranches such number of fully paid-up Equity Shares for an aggregate consideration of up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) (inclusive of such premium as may be fixed on such Equity Shares) on a preferential basis to Hathway Investments Private Limited, an entity forming part of the promoter group.	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below
2.	Increasing the existing limit of Rs. 2,000 crores to Rs. 2,700 crores under Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time for creation of charge on the assets of the Company by way of mortgage/hypothecation/charge over all or any part of the movable and/or immovable properties.	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below

Details of Item No. 1

Resolution required: (Ordinary / Special)	Special							
Whether promoter/promoter group are interested in the agenda/resolution?	Yes*							
Description of resolution considered	Raising of funds up to Rs. 100 Crores by way of creating, offering, issuing and allotting in one or more tranches such number of fully paid-up Equity Shares for an aggregate consideration of up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) (inclusive of such premium as may be fixed on such Equity Shares) on a preferential basis to Hathway Investments Private Limited, an entity forming part of the promoter group							
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	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total	361061015	361061015	100.0000	361061015	0	100.0000	0.0000
Public-Institutions	E-Voting	230278290	190986729	82.9374	190986729	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total	230278290	190986729	82.9374	190986729	0	100.0000	0.0000
Public- Non Institutions	E-Voting	239155195	74471377	31.1394	74458934	12443	99.9833	0.0167
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		87431	0.0366	85798	1633	98.1322	1.8678
	Total	239155195	74558808	31.1759	74544732	14076	99.9811	0.0189
Total		830494500	626606552	75.4498	626592476	14076	99.9978	0.0022

*Mr. Vinayak Agarwal, a Non-Executive Director of the Company, being Managing Director of Hathway Investments Private Limited and Mr. Akshay Raheja, a Non-Executive Director of the Company, being Director and shareholder of Hathway Investments Private Limited will be deemed to be interested in the resolution. Further, Mr. Viren Raheja, Non-Executive Director of the Company, being a shareholder of Hathway Investments Private Limited will be deemed to be interested in the proposed resolution. Furthermore, Mr. Rajan Raheja, Non-Executive Director of the Company, being relative of Mr. Akshay Raheja and Mr. Viren Raheja will be deemed to be interested in the proposed resolution. However, since raising of funds via

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preferential basis is not covered in Section 188 of the Companies Act, 2013, the interested parties have voted on the resolution.

Details of Item No. 2

Resolution required: (Ordinary / Special)	Special							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	Increasing the existing limit of Rs. 2,000 crores to Rs. 2,700 crores under Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time for creation of charge on the assets of the Company by way of mortgage/ hypothecation/charge over all or any part of the movable and/or immovable properties							
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	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total	361061015	361061015	100.0000	361061015	0	100.0000	0.0000
Public-Institutions	E-Voting	230278290	190986729	82.9374	187256158	3730571	98.0467	1.9533
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total	230278290	190986729	82.9374	187256158	3730571	98.0467	1.9533
Public- Non Institutions	E-Voting	239155195	74472303	31.1397	74453267	19036	99.9744	0.0256
	Poll		0	0.0000	0	0	0	0
	Postal Ballot		87431	0.0366	85798	1633	98.1322	1.8678
	Total	239155195	74559734	31.1763	74539065	20669	99.9723	0.0277
Total		830494500	626607478	75.4499	622856238	3751240	99.4013	0.5987

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Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 1
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

25th August, 2018

To
The Chairman
HATHWAY CABLE AND DATACOM LIMITED
Rahejas, 4th 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 Friday, 20th July, 2018, appointed the undersigned as the Scrutinizer to ensure that the process of Postal Ballot in connection with voting on resolutions vide the Postal Ballot Notice dated 20th July, 2018 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 dated 20th July, 2018 and Explanatory Statement thereto 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 seeking approval of members to the resolutions, viz.:

1. **Special Resolution:** Raising of funds up to Rs. 100 Crores by way of creating, offering, issuing and allotting in one or more tranches such number of fully paid-up Equity Shares for an aggregate consideration of up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) (inclusive of such premium as may be fixed on such Equity Shares) on a preferential basis to Hathway Investments Private Limited, an entity forming part of the promoter group and authority to the Board of Directors to deal with matters related thereto.



2. **Special Resolution:** Increase in the existing limit from Rs. 2,000 Crores to Rs. 2,700 Crores for creation of charge on the assets of the Company by way of mortgage/ hypothecation of all or any part of the movable and/or immovable properties of the Company under Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time.

The Company also provided the remote e-Voting facility to the Shareholders of the Company as offered by National Securities Depository Limited (NSDL) 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 Friday, 24th August, 2018 or cast their votes through remote e-Voting on the basis of password provided to them by NSDL not later than 5.00 p.m. on Friday, 24th August, 2018. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 p.m. on Friday, 24th August, 2018 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.

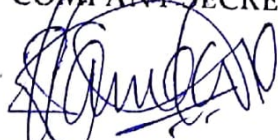
A summary of the Postal Ballot forms received and remote e-Voting confirmations with their pattern of voting is as per **Annexure** annexed to this Report.

The results of the voting by shareholders through Postal Ballots and remote e-Voting in respect of the above mentioned Resolutions may accordingly be declared by the Chairman or such other person as may be authorized by the Board in their behalf.

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	82	89,455
b.	Remote e-voting confirmations received	183	62,65,19,121
	Total	265	62,66,08,576
c.	Less: Invalid Ballots / Remote e-voting confirmations	15	2,024
d.	Net Valid Ballots / Remote e-voting confirmations	250	62,66,06,552
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	225	62,65,92,476
	% of Assent		*100
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	25	14,076
	% of Dissent		*0.00

* Rounded off to nearest number



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	82	89,455
b.	Remote e-voting confirmations received	185	62,65,20,047
	Total	267	62,66,09,502
c.	Less: Invalid Ballots / Remote e-voting confirmations	15	2,024
d.	Net Valid Ballots / Remote e-voting confirmations	252	62,66,07,478
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	208	62,28,56,238
	% of Assent		*99.40
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	44	37,51,240
	% of Dissent		*0.60

* Rounded off to nearest number





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 20th July, 2018. 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 24th July, 2018 and the last date for receipt of postal ballot forms duly completed, from the shareholders was 24th August, 2018.

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

Raising of funds up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) by way of creating, offering, issuing and allotting, in one or more tranches such number of fully paid-up Equity Shares for an aggregate consideration of up to Rs. 100,00,00,000 (Rupees One Hundred Crores Only) (inclusive of such premium as may be fixed on such Equity Shares) on a preferential basis to Hathway Investments Private Limited, an entity forming part of the promoter group.

Resolution No. 2 – Special Resolution

Increasing the existing limit of Rs. 2,000 crores to Rs. 2,700 crores under Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time for creation of charge on the assets of the Company by way of mortgage/ hypothecation/charge over all or any part of the movable and/or immovable properties.

FOR HATHWAY CABLE AND DATACOM LIMITED

Date: 25th August, 2018

Place: Mumbai

Ajay Singh

Head Corporate Legal, Company Secretary and Chief Compliance Officer

FCS No.5189

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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 Ballots/Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through Postal ballot forms	82	89,455
b.	Remote e-voting Confirmations received	183	626,519,121
	Total	265	626,608,576
c.	Less: Invalid Postal Ballot Forms / Remote e-Voting confirmations	15	2,024
d.	Net Valid Postal Ballot Forms / Remote e-Voting confirmations	250	626,606,552
(i)	Postal Ballot Forms / Remote e-voting confirmations with assent for the Resolution	225	626,592,476
	% of Assent		100*
(ii)	Postal Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	25	14,076
	% of Dissent		0.00*

* Rounded off to nearest number.

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For Resolution 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through Postal ballot forms	82	89,455
b.	Remote e-voting Confirmations received	185	626,520,047
	Total	267	626,609,502
c.	Less: Invalid Postal Ballot Forms / Remote e-Voting confirmations	15	2,024
d.	Net Valid Postal Ballot Forms / Remote e-Voting confirmations	252	626,607,478
(i)	Postal Ballot Forms / Remote e-voting confirmations with assent for the Resolution	208	622,856,238
	% of Assent		99.40*
(ii)	Postal Ballot Forms / Remote e-voting confirmations with dissent for the Resolution	44	3,751,240
	% of Dissent		0.60*

* Rounded off to nearest number.

FOR HATHWAY CABLE AND DATACOM LIMITED

Date: 25th August, 2018

Place: Mumbai

Ajay Singh
Head Corporate Legal, Company Secretary and Chief Compliance Officer
FCS No.5189

Hathway Cable and Datacom Limited

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