



Date: 6th January, 2020

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: Disclosure of Voting Results of Postal Ballot (including voting by electronic means) as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The details of voting results of the Postal Ballot (including voting by electronic means) in respect of resolutions contained in the Postal Ballot Notice dated November 29, 2019 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the resolutions contained in the said Notice have been passed with requisite majority effective 4th January, 2020.

Thanking you,

Yours faithfully,

FOR HATHWAY CABLE AND DATACOM LIMITED

Ajay Singh

Head Corporate Legal, Company Secretary and Chief Compliance Officer

FCS No. 5189

Encl.: as above



Hathway Cable and Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai - 400 098. Tel :+ 91 022 40542500 Fax : + 91 022 40542700

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

Tel :+ 91 022- 26001306 Fax : + 91 022- 26001307 Email : info@hathway.net Website : www.hathway.com

CIN No. L64204MH1959PLC011421

HATHWAY CABLE AND DATACOM LIMITED

POSTAL BALLOT VOTING RESULT

Date of the declaration of Voting Result	January 6, 2020
Total number of shareholders on record date	As on record date i.e. November 29, 2019, No. of shareholders were 32,907
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.	To approve the revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for his present term	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below
2.	To approve appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below
3.	To approve appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company	Special	Postal Ballot/ E-Voting	Resolution passed with requisite majority as per table below

For Hathway Cable and Datacom Limited


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

AGENDA - WISE DISCLOSURE

Resolution No.1

Resolution Required			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			To approve the revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for his present term						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1665562230	1665562230	100.0000	1665562230	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1665562230	100.0000	1665562230	0	100.0000	0.0000	0
Public Institutions	E-Voting	39322064	34528603	87.8097	34435067	93536	99.7291	0.2709	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		34528603	87.8097	34435067	93536	99.7291	0.2709	0
Public Non Institutions	E-Voting	65220206	66878	0.1025	65615	1263	98.1115	1.8885	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		15671	0.0240	11996	3675	76.5490	23.4510	0
	Total		82549	0.1265	77611	4938	94.0181	5.9819	0
Total		1770104500	1700173382	96.0493	1700074908	98474	99.9942	0.0058	0

For Hathway Cable and Datacom Limited


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

Resolution No: 2

Resolution Required			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			To approve appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company						
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	No. of votes Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	1665562230	1665562230	100.0000	1665562230	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1665562230	100.0000	1665562230	0	100.0000	0.0000	0
Public Institutions	E-Voting	39322064	34528603	87.8097	34421627	106976	99.6902	0.3098	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		34528603	87.8097	34421627	106976	99.6902	0.3098	0
Public Non Institutions	E-Voting	65220206	66978	0.1027	65899	1079	98.3890	1.6110	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		15501	0.0238	13001	2500	83.8720	16.1280	0
	Total		82479	0.1265	78900	3579	95.6607	4.3393	0
Total		1770104500	1700173312	96.0493	1700062757	110555	99.9935	0.0065	0

For Hathway Cable and Datacom Limited



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

Resolution No: 3

Resolution Required			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			To approve appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1665562230	1665562230	100.0000	1665562230	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1665562230	100.0000	1665562230	0	100.0000	0.0000	0
Public Institutions	E-Voting	39322064	34528603	87.8097	34421627	106976	99.6902	0.3098	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		34528603	87.8097	34421627	106976	99.6902	0.3098	0
Public Non Institutions	E-Voting	65220206	66978	0.1027	65785	1193	98.2188	1.7812	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		15501	0.0238	13001	2500	83.8720	16.1280	0
	Total		82479	0.1265	78786	3693	95.5225	4.4775	0
Total		1770104500	1700173312	96.0493	1700062643	110669	99.9935	0.0065	0

For Pathway Cable and Datacom Limited


Ajay Singh
 Head Corporate 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.rathi@gmail.com

6th January, 2020

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 16th October, 2019, 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 29th November, 2019 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 29th November, 2019 and Explanatory Statement thereto under Section 102 of the Act along with postal ballot form and postage pre-paid business reply envelope returnable to the Scrutinizer were sent to the shareholders by courier, speed post and other permissible means for seeking approval of members to the resolutions, viz.:

1. **Special Resolution** for revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for the period from 1st April 2019 to 24th November, 2021, on the basis of the recommendation of Nomination and Remuneration Committee and the approval of Board of Directors of the Company, pursuant to the provisions of Section 197 and 203 read together with Schedule V and the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment thereof for the time being in force.
2. **Special Resolution** for appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 5th August, 2019 up to 4th August, 2024 pursuant to Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and



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For Hathway Cable and Datacom Limited


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

the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

3. **Special Resolution** for appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 5th August, 2019 up to 4th August, 2024 pursuant to Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

The Company also provided 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 postage pre-paid business reply envelope addressed to Scrutinizer so as to reach not later than 5.00 p.m. on Saturday, 4th January, 2020 or cast their votes through remote e-Voting not later than 5.00 p.m. on Saturday, 4th January, 2020. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 p.m. on Saturday, 4th January, 2020 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 this regard.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES


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



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For Hathway Cable and Datacom Limited


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

Resolution 1:

Special Resolution for revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for the period from 1st April 2019 to 24th November, 2021, on the basis of the recommendation of Nomination and Remuneration Committee and the approval of Board of Directors of the Company, pursuant to the provisions of Section 197 and 203 read together with Schedule V and the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment thereof for the time being in force.

Summary of postal Ballot Forms (PFB) 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	63	22,585
b.	Remote e-voting confirmations received	86	1,70,01,57,711
	Total	149	1,70,01,80,296
c.	Less: Invalid Ballots / Remote e-voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-voting confirmations	136	1,70,01,73,382
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	111	1,70,00,74,908
	% of Assent		99.99
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	25	98,474
	% of Dissent		*0.01

*Rounded off to nearest number



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For Hathway Cable and Datacom Limited

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

Resolution 2:

Special Resolution for appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 5th August, 2019 up to 4th August, 2024 pursuant to Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

Summary of postal Ballot Forms (PFB) 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	61	22,415
b.	Remote e-voting confirmations received	87	1,70,01,57,811
	Total	148	1,70,01,80,226
c.	Less: Invalid Ballots / Remote e-voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-voting confirmations	135	1,70,01,73,312
	(i) Physical Ballots / Remote e-voting confirmations with assent for the Resolution	121	1,70,00,62,757
	% of Assent		99.99
	(ii) Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	14	1,10,555
	% of Dissent		*0.01

*Rounded off to nearest number



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For Hathwa Cable and Datacom Limited


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

Resolution 3:

Special Resolution for appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 5th August, 2019 up to 4th August, 2024 pursuant to Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

Summary of postal Ballot Forms (PFB) 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	61	22,415
b.	Remote e-voting confirmations received	87	1,70,01,57,811
	Total	148	1,70,01,80,226
c.	Less: Invalid Ballots / Remote e-voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-voting confirmations	135	1,70,01,73,312
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	118	1,70,00,62,643
	% of Assent		99.99
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	17	1,10,669
	% of Dissent		*0.01

*Rounded off to nearest number



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For Hathway Cable and Datacom Limited

Ajay Singh
Ajay Singh
Head Corporate Legal, Company Secretary
& 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") (including any subsequent amendment thereto), members approval was sought for the resolutions appended to the Postal Ballot Notice dated 29th November, 2019. 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 5th December, 2019 and the last date for receipt of postal ballot forms duly completed, from the shareholders was 4th January, 2020.

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 Act read with the rules 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

To approve the revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for his present term

Resolution No. 2 – Special Resolution

To approve appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company

Resolution No. 3 – Special Resolution

To approve appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company

Date: 6th January, 2020

Place: Mumbai



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 - 400 098. Tel : + 91 022 40542500 Fax : + 91 022 40542700

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

Tel : + 91 022- 26001306 Fax : + 91 022- 26001307 Email : info@hathway.net Website : www.hathway.com

CIN No. L64204MH1959PLC011421

A summary of Ballots 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 ballots	63	22,585
b.	Remote e-voting Confirmations received	86	1,70,01,57,711
	Total	149	1,70,01,80,296
c.	Less: Invalid Ballots / Remote e-Voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-Voting confirmations	136	1,70,01,73,382
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	111	1,70,00,74,908
	% of Assent		99.99
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	25	98,474
	% of Dissent		*0.01

*Rounded off to nearest number

For Resolution 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	61	22,415
b.	Remote e-voting Confirmations received	87	1,70,01,57,811
	Total	148	1,70,01,80,226
c.	Less: Invalid Ballots / Remote e-Voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-Voting confirmations	135	1,70,01,73,312
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	121	1,70,00,62,757
	% of Assent		99.99
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	14	1,10,555

For Hathway Cable and Datacom Limited


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

	% of Dissent	*0.01
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*Rounded off to nearest number

For Resolution 3:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	61	22,415
b.	Remote e-voting Confirmations received	87	1,70,01,57,811
	Total	148	1,70,01,80,226
c.	Less: Invalid Ballots / Remote e-Voting confirmations	13	6,914
d.	Net Valid Ballots / Remote e-Voting confirmations	135	1,70,01,73,312
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	118	1,70,00,62,643
	% of Assent		99.99
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	17	1,10,669
	% of Dissent		*0.01

*Rounded off to nearest number

Date: 6th January, 2020

Place: Mumbai



FOR HATHWAY CABLE AND DATACOM LIMITED

Ajay Singh

Head Corporate Legal, Company Secretary and Chief Compliance Officer

FCS No.5189