

Date: 13th August, 2015

The Corporate Relationship Department BSE Limited P. J. Towers, 1 st Floor, Dalal Street, Mumbai – 400 001 BSE Security Code: 533162	The Corporate Relationship Department 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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Sub: Submission of Report under 35A of the Listing Agreement

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, the details of voting result in respect of business transacted at the 55th Annual General Meeting of the Company held on 11th August, 2015 is given as under:

Report on Clause 35A of Listing Agreement:

Name of the Company	Hathway Cable & Datacom Limited
Date of Annual General Meeting (AGM)	11 th August, 2015
Total No of shareholders on record date	10800
Total No of Shareholders Present at AGM either in person or Proxy	
- Promoters and Promoter Group	4
- Public	54
Total	58
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged
- Promoters and Promoter Group:	
- Public:	



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, Corner of Main Avenue & V.P. Road, Santacruz (W), Mumbai - 400 054.

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

CIN : L64204MH1959PLC011421

Details of Agenda:

Item No 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of Directors' and Auditors' thereon.

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123819039	0	100.00	0.00
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581535877	0	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00
Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00
Public-Others	300598531	106777	0.04	106732	45	99.96	0.04
Total(B)	830494500	106777	0.01	106732	45	99.96	0.04



Result (A+B)	830494500	581641449	70.04	581642609	45	100.00	0.00
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Item No 2: To appoint a Director in place of Mr. Viren Raheja, (DIN00037592) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123805599	13440	99.99	0.01
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581522437	13440	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00
Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00
Public-Others	300598531	106777	0.04	106732	45	99.96	0.04



Total(B)	830494500	106777	0.01	106732	45	99.96	0.04
Result (A+B)	830494500	581641449	70.04	581629169	13485	100.00	0.00

Item No 3: To appoint a Director in place of Mr. Vinayak Aggarwal, (DIN 00007280) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123819039	0	100.00	0.00
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581535877	0	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00
Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00



Public-Others	300598531	106777	0.04	106732	45	99.96	0.04
Total(B)	830494500	106777	0.01	106732	45	99.96	0.04
Result (A+B)	830494500	581641449	70.04	581642609	45	100.00	0.00

Item No 4: To appoint a Director in place of Mr. Biswajit Subramanian, (DIN 00905348) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	117393699	6425340	94.81	5.19
Public-Others	300598531	96654618	32.15	96234241	420377	99.57	0.43
Total(A)	830494500	581534672	70.02	574690160	6845717	98.82	1.18
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00



Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00
Public-Others	300598531	106777	0.04	106732	45	99.96	0.04
Total(B)	830494500	106777	0.01	106732	45	99.96	0.04
Result (A+B)	830494500	581641449	70.04	574796892	6845762	98.82	1.18

Item No 5: To ratify the appointment of M/s. G. M. Kapadia & Co., Chartered Accountants as Auditors of the Company and fixing of their remuneration.

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123819039	0	100.00	0.00
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581535877	0	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00



Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00
Public-Others	300598531	106777	0.04	106732	45	99.96	0.04
Total(B)	830494500	106777	0.01	106732	45	99.96	0.04
Result (A+B)	830494500	581641449	70.04	581642609	45	100.00	0.00

Item No 6: To appoint Ms. Ameeta Parpia (DIN 02654277) as an Independent Director of the Company

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123819039	0	100.00	0.00
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581535877	0	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00
Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00



Public-Others	300598531	106652	0.04	106607	45	99.96	0.04
Total(B)	830494500	106652	0.01	106607	45	99.96	0.04
Result (A+B)	830494500	581641324	70.04	581642484	45	100.0000	0.00

Item No 7: To ratify the remuneration payable to M/s. Ashok Agarwal & Co, appointed as Cost Auditors of the Company.

Type of Resolution: Ordinary

Mode of Voting: E-voting & Physical Ballot

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting (E-voting)							
Promoter and Promoter Group	361061015	361061015	100.00	361061015	0	100.00	0.00
Public Institutional Holders	168834954	123819039	73.34	123819039	0	100.00	0.00
Public-Others	300598531	96654618	32.15	96654618	0	100.00	0.00
Total(A)	830494500	581534672	70.02	581535877	0	100.00	0.00
Mode of Voting (Poll)							
Promoter and Promoter Group	361061015	0	0.00	0	0	0.00	0.00
Public Institutional Holders	168834954	0	0.00	0	0	0.00	0.00



Public-Others	300598531	106652	0.04	106607	45	99.96	0.04
Total(B)	830494500	106652	0.01	106607	45	99.96	0.04
Result (A+B)	830494500	581641324	70.04	581642484	45	100.00	0.00

Certified copy of the Scrutinizer's Report is attached for your record.

Kindly acknowledge the receipt of the same.

Thanking you,

Very truly yours,

FOR HATHWAY CABLE & DATACOM LIMITED



AJAY SINGH

Chief Company Secretary & Compliance Officer
FCS NO-5189



Encl: As above

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

12th August, 2015

The Chairman,
HATHWAY CABLE & DATACOM LIMITED
Rahejas, 4th Floor,
Corner of Main Avenue & V.P. Road,
Santacruz West,
Mumbai - 400 054

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and the voting through ballot papers conducted at 55th Annual General Meeting of Equity Shareholders of Hathway Cable & Datacom Limited:

Hathway Cable & Datacom Limited ("the Company") vide resolution of its Board of Directors dated 29th May, 2015 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots/e-voting at the 55th Annual General Meeting (AGM) on the resolutions contained in the Notice dated 29th May, 2015 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and ballots on the resolutions contained in the Notice to the 55th Annual General Meeting ("AGM") of the members of the Company. My responsibility as a Scrutinizer for the voting process through electronic means and ballots at the AGM is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through ballots as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide e-voting facilities.



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For Hathway Cable & Datacom Limited

Ajay Singh

Company Secretary & Compliance Officer

Notice along with explanatory statement under Section 102 of the Act was sent to the Shareholders by Registered Post/Courier and through e-mail, for seeking approval of members on following resolutions:

- (a) **Resolution No. 1** as an Ordinary Resolution to consider and adopt the audited Financial Statements for the year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon.
- (b) **Resolution No. 2** as an Ordinary Resolution to appoint Mr. Viren Raheja (DIN 00037592), who retired by rotation and being eligible, had offered himself for re-appointment.
- (c) **Resolution No. 3** as an Ordinary Resolution to appoint Mr. Vinayak Aggarwal (DIN 00007280), who retired by rotation and being eligible, had offered himself for re-appointment.
- (d) **Resolution No. 4** as an Ordinary Resolution to appoint Mr. Biswajit Subramanian, (DIN 00905348), who retired by rotation and being eligible, had offered himself for re-appointment.
- (e) **Resolution No. 5** as an Ordinary Resolution for ratification of appointment of M/s G.M. Kapadia & Co., Chartered Accountants (Firm Registration No. 104767W) as the Statutory Auditors of the Company to hold office from the conclusion of 55th Annual General Meeting till the conclusion of the 57th Annual General Meeting and to authorize the Board to fix their remuneration.
- (f) **Resolution No. 6** as an Ordinary Resolution for appointment of Ms Ameeta Parpia (DIN: 02654277), as an Independent Director to hold office upto 10th February, 2020.
- (g) **Resolution No. 7** as an Ordinary Resolution for ratification of remuneration payable to M/s. Ashok Agarwal & Co., Cost Accountants (Firm Registration No.: M-5691) Cost Auditors of the Company for the Financial Year ending 31st March, 2016.

The Company provided the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to cast votes on aforesaid resolutions through e-voting by the members of the Company.

Remote e-voting facilities were made available to the shareholders of the Company to exercise their voting rights from 10.00 a.m. of Friday, 7th August, 2015 upto 5.00 p.m. of Monday, 10th August, 2015. Accordingly, e-votes casted upto 5.00 p.m. of 10th August, 2015 have been considered for my scrutiny.



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For Hathway Cable & Datacom Limited
Ajay Singh
Ajay Singh
Company Secretary & Compliance Officer

The Company also distributed physical ballots to the members present at the 55th Annual General Meeting to enable them to cast their votes on the aforesaid resolutions.

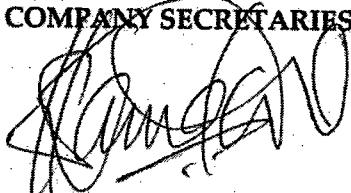
A summary of the votes casted by shareholders through remote e-voting and physical ballots at the 55th Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 55th Annual General Meeting in respect of the above mentioned Resolutions may accordingly be declared by the Chairman of the Company.

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 & Datacom Limited



Ajay Singh
Company Secretary & Compliance Officer

ANNEXURE

Summary of votes cast through remote e-voting and physical ballots received for each of the resolutions is given below:

For Resolution 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-voting confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballots/e-voting confirmations	5	271
d.	Net Valid Physical Ballot Forms/e-Voting	80	581,642,654
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	77	581,642,609
	% of Assent		*100%
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	3	45
	% of Dissent		-

* Rounded off to 100

For Resolution 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	5	271
d.	Net Valid Physical Ballot Forms/e-Voting	80	581,642,654
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	76	581,629,169
	% of Assent		*100%
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	4	13,485
	% of Dissent		-

* Rounded off to 100



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For Hathway Cable & Datacom Limited

Ajay Singh

Company Secretary & Compliance Officer

For Resolution 3:

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	5	271
d.	Net Valid Physical Ballot Forms/e-Voting	80	581,642,654
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	77	581,642,609
% of Assent		*100%	
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	3	45
% of Dissent		-	

* Rounded off to 100

For Resolution 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	5	271
d.	Net Valid Physical Ballot Forms/e-Voting	80	581,642,654
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	66	574,796,892
% of Assent		98.82%	
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	14	6,845,762
% of Dissent		1.18%	



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For Hathway Cable & Datacom Limited ⁵

Ajay Singh

Company Secretary & Compliance Officer

For Resolution 5:

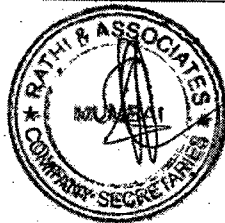
Sr. No.	Particulars	Resolution 5	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	5	271
d.	Net Valid Physical Ballot Forms/e-Voting	80	581,642,654
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	77	581,642,609
% of Assent		*100%	
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	3	45
% of Dissent		-	

* Rounded off to 100

For Resolution 6:

Sr. No.	Particulars	Resolution 6	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	6	396
d.	Net Valid Physical Ballot Forms/e-Voting	79	581,642,529
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	76	581,642,484
% of Assent		*100%	
	(ii) Physical Ballot Forms/e-Voting with dissent for the Resolution	3	45
% of Dissent		-	

* Rounded off to 100



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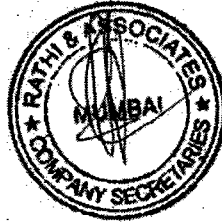
For Hathway Cable & Datacom Limited.

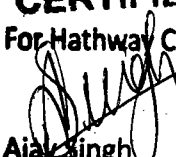
Ajay Singh
Ajay Singh
Company Secretary & Compliance Officer

For Resolution 7:

Sr. No.	Particulars	Resolution 7	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	25	107,048
b.	e-Voting Confirmations received	60	581,535,877
	Total	85	581,642,925
c.	Less: Invalid Ballot/e-Voting confirmations	6	396
d.	Net Valid Physical Ballot Forms/e-Voting	79	581,642,529
	(i) Physical Ballot Forms/e-Voting with assent for the Resolution	76	581,642,484
	% of Assent		*100%
	(ii) Physical Ballot Forms / e-voting with dissent for the Resolution	3	45
	% of Dissent		-

* Rounded off to 100



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 For Hathway Cable & Datacom Limited

 Ajay Singh
 Company Secretary & Compliance Officer

Declaration of results of remote e-voting/Ballots voting at 55th Annual General Meeting of Hathway Cable and Datacom Limited held on 11th August 2015

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, **Hathway Cable and Datacom Limited** ('the Company') provided remote e-voting facility and voting through Ballot Forms to the Members vide Notice of 55th Annual General Meeting (AGM) dated 29th May, 2015.

Members voting through remote e-voting during the period from 10.00 a.m. of Friday, 7th August, 2015 upto 5.00 p.m. of Monday, 10th August, 2015 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 Ballot Forms were distributed on 11th August, 2015, i.e. the day of the 55th AGM. The Board had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner, M/s Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting processes for the 55th AGM of the Company.

Based on the Scrutinizer's Report dated 12th August, 2015, *I hereby declare that all the 7 (Seven) resolutions as set out in the Notice dated 29th May, 2015 of the 55th AGM of the Company, have been duly passed with requisite majority*, the details of which are specified hereinbelow:

Item No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	Adoption of Audited Balance Sheet as at 31 st March, 2015 and the Statement of Profit & Loss for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.	*100.00%	0.00%	Ordinary
2.	Appointment of Mr. Viren Raheja, who retired by rotation and being eligible, offered himself for re-appointment.	*100.00%	0.00%	Ordinary
3.	Appointment of Mr. Vinayak Aggarwal, who retired by rotation and being eligible, offered himself for re-appointment.	*100.00%	0.00%	Ordinary
4.	Appointment of Mr. Biswajit Subramanian, who retired by rotation and being eligible, offered himself for re-appointment.	98.82%	1.18%	Ordinary
5.	Ratification of appointment of Auditors and fixing of their remuneration.	*100.00%	0.00%	Ordinary
6.	Appointment of Ms Ameeta Parpia as an	*100.00%	0.00%	Ordinary

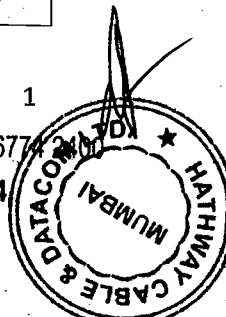
Hathway Cable & Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai - 400 098. Tel.: +91 22 6774 2500 Fax : +91 22 6774 2501

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

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

CIN : L64204MH1959PLC011421



	Independent Director of the Company.			
7.	Ratification of payment of remuneration to M/s Ashok Agarwal & Co., Cost Accountants, Cost Auditors of the Company for the Financial Year 2015-16.	*100.00%	0.00%	Ordinary

* Rounded off to 100

The Scrutinizer's Report on the voting process conducted for the 55th AGM is annexed herewith.

Date: 13/08/2015

Place: Mumbai



For Hathway Cable and Datacom Limited

Jagdishkumar G. Pillai

Chairman

DIN No: 00036481