

Date: 23rd November, 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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Dear Sirs,

Sub.: Details of Postal Ballot Pursuant of Clause 35A of the Listing Agreement

Pursuant of Clause 35A of the Listing Agreement, please find enclosed herewith details of voting results of the Postal Ballot, declared by the Company on 23rd November, 2015. All the resolutions setout in the Postal Ballot notice were approved by the shareholders of the Company with requisite majority.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully

FOR HATHWAY CABLE & DATACOM LIMITED



AJAY SINGH

Company Secretary & Chief Compliance Officer

FCS NO: 5189

Encl: A/A

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 THE VOTING RESULTS		
Sr. No.	Description	Particulars
1.	Date of the declaration of Postal Ballot	November 23, 2015
2.	Total number of shareholders on record date:	As on record date i.e. 16 th October, 2015 No. of shareholders were 12,323.
3	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not applicable
	Public:	Not applicable
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	Not applicable
	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.	Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for authorizing the Board of Directors of the Company to borrow loans in excess of Paid up Capital and Free reserves of the Company subject to maximum of Rs. 1,800 Crores.	Special	Postal Ballot/ e-Voting	Resolution passed with requisite majority as per table below

Details of result for resolution at Serial No. 1

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)] *100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)] *100
Resolution No. 1							
Mode of Voting: (e-Voting)							
Promoter and Promoter Group	361061015	361061015	100.0000	361061015	0	100.0000	0.0000
Public Institutional Holders	385454073	223314152	57.9353	223314152	0	100.0000	0.0000
Public-Others	83979412	19354145	23.0463	19353889	256	99.9987	0.0013
Total(A)	830494500	603729312	72.6952	603729056	256	100.0000	0.0000

For Hathway Cable & Datacom Limited


Ajay Singh

Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	361061015	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	385454073	0	0.0000	0	0	0.0000	0.0000
Public-Others	83979412	29855	0.0094	28155	1700	94.3058	5.6942
Total(B)	830494500	29855	0.0036	28155	1700	94.3058	5.6942
Result (A+B)	830494500	603759167	72.6988	603757211	1956	99.9997	0.0003

Sr. No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of voting (Show of hands/ Poll/Postal ballot/ E-voting)	Remarks
2.	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for authorizing the Board of Directors for creation of Charge / Hypothecation / Mortgage on the movable / immovable properties of the Company for securing the borrowings of the Company subject to maximum limit of Rs. 1,800 Crores.	Special	Postal Ballot/ E-voting	Resolution passed with requisite majority as per table below

Details of result for resolution at Serial No. 2

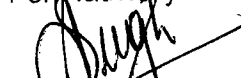
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
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Resolution No. 2

Mode of Voting: (e-Voting)

Promoter and Promoter Group	361061015	361061015	100.0000	361061015	0	100.0000	0.0000
Public Institutional Holders	385454073	223314152	57.9353	223314152	0	100.0000	0.0000
Public-Others	83979412	19354145	23.0463	19353534	611	99.9968	0.0032
Total(A)	830494500	603729312	72.6952	603728701	611	99.9999	0.0001

For Hathway Cable & Datacom Limited


Ajay Singh

Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	361088330	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	150712796	0	0.0000	0	0	0.0000	0.0000
Public-Others	318693374	29480	0.0093	27455	2025	93.1309	6.8691
Total(B)	830494500	29480	0.0035	27455	2025	93.1309	6.8691
Result (A+B)	830494500	603758792	72.6987	603756156	2636	99.9996	0.0004

For Hathway Cable & Datacom Limited


Ajay Singh
Company Secretary and 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

November 21, 2015

The Chairman
Hathway Cable & Datacom Limited
Rahejas, 4th Floor, Corner of Main Avenue
V P Road Santacruz (West)
Mumbai – 400 054

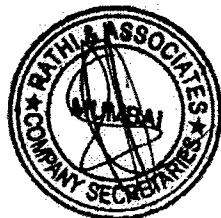
Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted as per Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014

Hathway Cable & Datacom Limited ("the Company") has vide resolution passed by its Board of Directors at their meeting held on 15th October, 2015, 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 Notice along with explanatory statement under Section 102 of the Companies Act, 2013, was sent to the Shareholders by courier along with postal ballot forms and pre-paid postal envelope returnable to the Scrutinizer and through electronic means, for passing of the Special Resolutions for the matters viz.:

1. Authorizing the Board of Directors of the Company to borrow loans in excess of Paid up Capital and Free reserves of the Company subject to maximum of Rs. 1,800 Crores; and
2. Authorizing the Board of Directors for creation of Charge by way of Hypothecation / Mortgage on the movable / immovable properties of the Company for securing the borrowings of the Company, together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company subject to an outstanding aggregate value not exceeding Rs. 1,800 Crores.



CERTIFIED TRUE COPY 1
For Hathway Cable & Datacom Limited
Ajay Singh
Ajay Singh
Company Secretary and Chief Compliance Officer

The Company also availed the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for providing e-Voting facility to the members of the Company as required under Rule 20 of the Companies (Management and Administration) Rules, 2014.

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 20th November, 2015 or cast their votes through e-voting on the basis of password provided to them by CDSL. Accordingly, the Postal Ballot Forms received and e-votes cast upto 5.00 p.m. on 20th November, 2015 have been considered for my scrutiny. As required under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, a register was maintained and particulars of all postal ballot forms received from the members have been recorded therein.

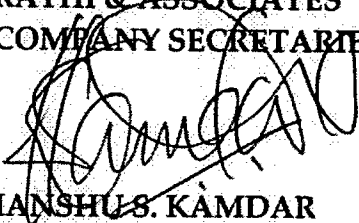
A summary of the ballot papers received and e-Voting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through Postal Ballots and E-Voting 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 and Chief Compliance Officer

Annexure

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

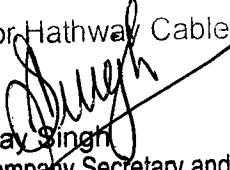
For Resolutions 1 and 2:

Sr. No.	Particulars	Resolution 1		Resolution 2	
		No. of PBF / E-Voting	No. of Shares voted	No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	110	40782	110	40782
b.	e-Voting Confirmations	67	603729312	67	603729312
	Total	177	603770094	177	603770094
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	13	10927	15	11302
d.	Net Valid Postal Ballot Forms / e-Voting with assent for the Resolution	164	603759167	162	603758792
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	155	603757211	150	603756156
	% of Assent		99.9997		99.9996
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	9	1956	12	2636
	% of Dissent		0.0003		0.0004



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For Hathway Cable & Datacom Limited


Ajay Singh
Company Secretary and 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"), members approval was sought for the resolutions appended to the Postal Ballot Notice dated 15th October, 2015. 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 21st October, 2015 and the last date for receipt of postal ballot forms duly completed, from the shareholders was 20th November, 2015.

Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner of M/s. Rathi & Associates, Company Secretaries as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer has submitted his report and the postal ballot results are as follows:

Resolution No. 1 – Special Resolution

Authorizing the Board of Directors of the Company to borrow loans in excess of Paid up Capital and Free reserves of the Company subject to maximum of Rs. 1,800 Crores.

Resolution No. 2 – Special Resolution

Authorizing the Board of Directors for creation of charge by way of Hypothecation / Mortgage on the movable / immovable properties of the Company for securing the borrowing of the Company, together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company subject to an outstanding aggregating value not exceeding Rs. 1,800 Crores.

Both the aforesaid resolutions were passed with the requisite majority.

For Hathway Cable and Datacom Limited

Date: 23rd November, 2015

Place: Mumbai



Company Secretary & Chief Compliance Officer

FCS No. 5189

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

For Resolutions 1 and 2:

Sr. No.	Particulars	Resolution 1		Resolution 2	
		No. of PBF / E-Voting	No. of Shares voted	No. of PBF / E-Voting	No. of Shares voted
a.	Postal Ballot Forms received	110	40782	110	40782
b.	e-Voting Confirmations	67	603729312	67	603729312
	Total	177	603770094	177	603770094
c.	Less: Invalid Postal Ballot Forms / e-Voting confirmations	13	10927	15	11302
d.	Net Valid Postal Ballot Forms / e-Voting with assent for the Resolution	164	603759167	162	603758792
(i)	Postal Ballot Forms / e-Voting with assent for the Resolution	155	603757211	150	603756156
	% of Assent		99.9997		99.9996
(ii)	Postal Ballot Forms / e-Voting with dissent for the Resolution	9	1956	12	2636
	% of Dissent		0.0003		0.0004

For Hathway Cable and Datacom Limited

Date: 23rd November, 2015

Place: Mumbai



Ajay Singh

Company Secretary & Chief Compliance Officer

FCS No. 5189