

HATHWAY CABLE AND DATACOM LIMITED

CIN: L65910MH1984PLC034514

Regd. Office: 'Rahejas', 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (West), Mumbai - 400054

Tel: 91-22-26001306 Fax: 91-22-26001307

Website: www.hathway.com, E-mail: info@hathway.net

NOTICE TO THE MEMBERS

Members of the Company are hereby informed that pursuant to Sections 108 and 110 of the Companies Act, 2013, ('the Act') read with Companies (Management & Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), the Postal Ballot Notice and Statement pursuant to Section 102 of the Act, along with Postal Ballot Form seeking consent of members through Postal Ballot, including voting by electronic means (e-voting) have been dispatched to the members whose names appear in the Register of Members / Beneficial Owners as on Friday, November 29, 2019 (being cut-off date) on the following special resolutions:

1. Approving the revision in the remuneration of Mr. Rajan Gupta (DIN: 07603128) Managing Director of the Company for his present term;
2. Approving appointment of Mr. Sridhar Gorthi (DIN: 00035824) as an Independent Director of the Company;
3. Approving appointment of Mr. Sasha Mirchandani (DIN: 01179921) as an Independent Director of the Company.

The Board of Directors of the Company at its meeting held on October 16, 2019 has appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot and e-voting process in accordance with the law and in a fair and transparent manner.

The Company has completed the dispatch of Postal Ballot Notice, alongwith the Postal Ballot Form and a self-addressed postage prepaid Business Reply Envelope to the members on Thursday, December 5, 2019. The detailed instructions and information relating to e-voting are set out in the Postal Ballot Notice sent to Members.

The voting rights of Members shall be reckoned on the paid-up value of shares registered in the name of the member(s) as on cut-off date. A person who is not a Member as on the cut-off date should treat this notice for information purposes only. Postal Ballot Notice and Statement pursuant to Section 102 of the Act together with the specimen of postal ballot form and all the details pertaining to e-voting shall also be available on the Company's website (www.hathway.com).

Members holding shares in physical/dematerialized mode have an option to vote either electronically or through Postal Ballot form. Members can opt for only one mode of voting i.e. either by Postal ballot form or by electronic mode. In case any member casts vote through Postal ballot as well as electronic mode, then voting done through electronic mode shall prevail and voting done through postal ballot will be treated as invalid.

Members are requested to note that:

1. In case the members are voting through Postal Ballot form, the said form duly completed and signed should reach the Scrutinizer on or before **5:00 p.m. on Saturday, 4th January, 2020**. All postal ballot forms received after the said date and time will be treated as invalid as if no reply from such Member has been received.
2. In case the members are opting for e-voting, they can cast their vote online i.e. from **Friday, 6th December, 2019 at 10:00 am till Saturday, 4th January, 2020 at 5:00 pm**. Please note that the e-voting module will be disabled for voting thereafter.

A Member who has not received Postal Ballot form can download the same from website of the Company (www.hathway.com) or apply for duplicate Postal Ballot Form by writing a letter for obtaining physical Notice and Postal Ballot Form to the Registrar & Transfer Agent of the Company i.e. M/s. Link Intime India Private Limited, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400083.

The results will be declared on **Monday, 6th January, 2020** by 6:00 p.m. at 805/806, Windsor, Off CST Road, Kalina, Santacruz (East), Mumbai - 400098. The Results declared along with the Scrutinizer's Report will be placed on the Company's website viz. www.hathway.com and on the website of CDSL viz. www.evotingindia.com. The results will also be communicated to the Stock Exchanges on which the Company's Equity Shares are listed.

The contact detail of the person responsible to address the grievances connected with the postal ballot including e-voting is given below:

Name	Ms. Jiny Elizabeth
Address	Link Intime India Private Limited, (Registrar & Transfer Agent), C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400083
Telephone number/Cell number	022-49186000/9372867559

For Hathway Cable and Datacom Limited
Sd/-

Ajay Singh

Head Corporate Legal, Company Secretary
and Chief Compliance Officer

Place: Mumbai

Date: 5th December, 2019

FCS No. 5189

FRIDAY, DECEMBER 6, 2019

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