

April 11, 2016

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra - Kurla Complex Bandra (E), Mumbai - 400 051.	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001.
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Re.: Compliance Report on Corporate Governance pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended March 31, 2016 and Financial Year 2015 - 16

Dear Sir,

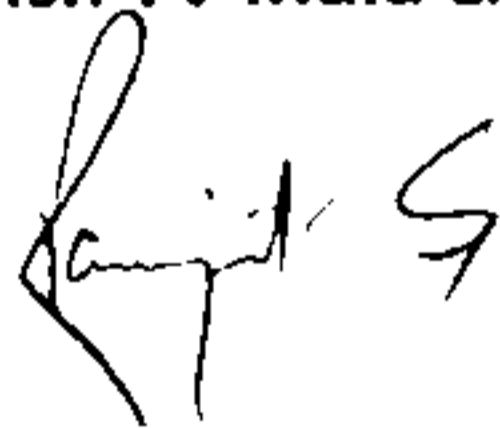
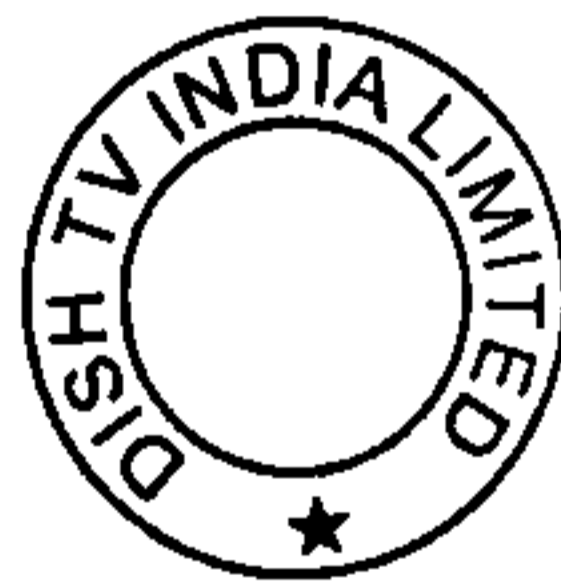
Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Compliance report on corporate governance of Dish TV India Limited ("Company") for the Quarter ended March 31, 2016 and Financial Year ended March 31, 2016, in the format specified by Securities and Exchange Board of India vide its circular no. CIR/CFD/CMD/5/2015 dated September 24, 2015, for your information and record.

Kindly acknowledge the receipt.

Thanking you,

Yours truly,

For Dish TV India Limited

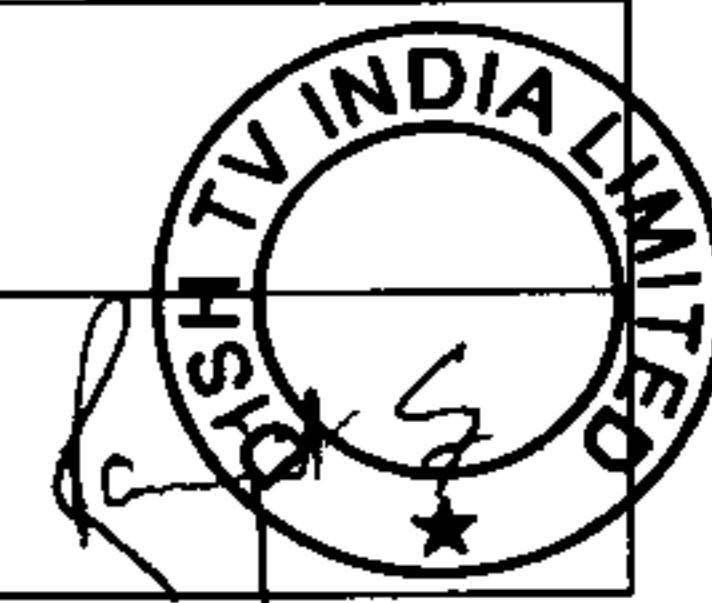
Ranjit Singh
Company Secretary & Compliance Officer
Membership No.-A15442

Encl.: As above

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – **Dish TV India Limited**
 2. Quarter ending – **March 31, 2016**

I. Composition of Board of Directors										
Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN		Category (Chairperson/ Executive / Non-Executive / independent / Nominee)*	Date of Appointment in the current term	Date of Cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
		PAN	DIN							
Mr.	Jawahar Lal Goel	AAHPL1244J	00076462	Chairperson - Managing Director	06/01/2016	NA	-	2	1	0
Mr.	Ashok Mathai Kurien	AADPK4942J	00034035	Non-Executive Director	02/02/2007	NA	-	2	1	2
Mr.	Bhagwan Dass Narang	AAEPN3092R	00038052	Independent Director	02/02/2007	NA	9 Years	3	1	5
Mr.	Arun Duggal	AEJPD7754D	00024262	Independent Director	02/02/2007	NA	9 Years	5	5	1
Mr.	Lakshmi Chand	ABJPC8149E	00558169	Independent Director	16/12/2010	NA	5 Years 3 Months	1	1	0
Mr.	Eric Louis Zinterhofer	NA (Foreign National)	01929446	Independent Director	28/08/2008	NA	7 Years 6 Months	1	0	0
Dr.	Rashmi Aggarwal	ABPPS8037H	07181938	Independent Director	29/09/2015	NA	6 months	2	2	0

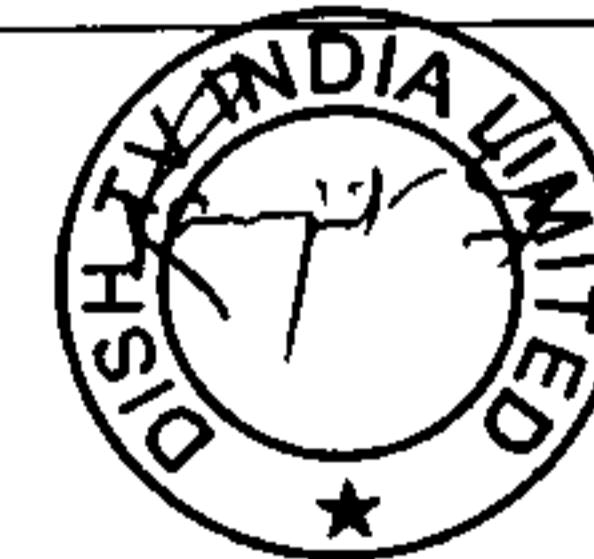


§ - PAN number of any director would not be displayed on the website of Stock Exchange
 & - Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
 * - to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

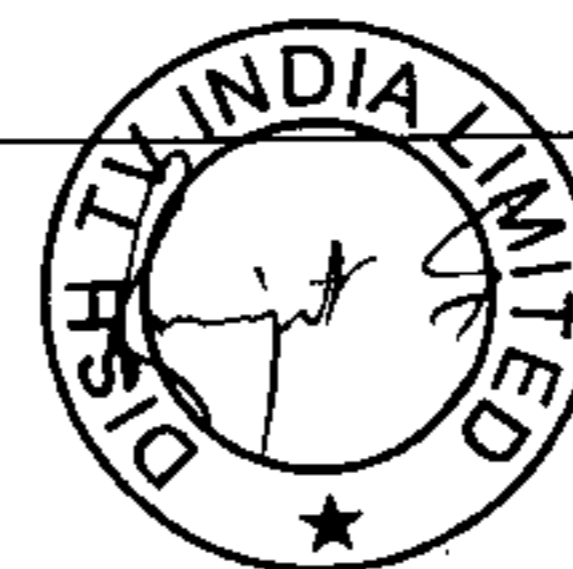
II. Composition of Committees (As on March 31, 2016)

Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)[§]
1. Audit Committee	Mr. Bhagwan Dass Narang Mr. Arun Duggal Mr. Lakshmi Chand	Chairperson (Independent) Independent Independent
2. Nomination & Remuneration Committee	Mr. Bhagwan Dass Narang Mr. Arun Duggal Mr. Lakshmi Chand Mr. Ashok Mathai Kurien	Chairperson (Independent) Independent Independent Non-Executive
3. Risk Management Committee (if applicable)	NA	NA
4. Stakeholders Relationship Committee	Mr. Ashok Mathai Kurien Mr. Jawahar Lal Goel	Chairperson (Non-Executive) Managing Director
5. Corporate Social Responsibility Committee	Mr. Bhagwan Dass Narang Mr. Jawahar Lal Goel Mr. Arun Duggal	Chairperson (Independent) Managing Director Independent

[&]Category of directors means Executive/Non-Executive/Independent/Nominee if a Director fits into more than one category write all categories separating them with hyphen.



III. Meeting of Board of Directors			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the Relevant quarter</i>	<i>Maximum Gap Between any two Consecutive (in number of days)</i>	
<ul style="list-style-type: none"> • October 27, 2015 • November 20, 2015 	<ul style="list-style-type: none"> • February 3, 2016 • March 29, 2016 	74 Days	
IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee:			
February 3, 2016	Yes	October 27, 2015	98 Days
Nomination & Remuneration Committee:			
February 3, 2016	Yes	<ul style="list-style-type: none"> • October 27, 2015 • November 20, 2015 	-
Stakeholders Relationship Committee:			
February 3, 2016	Yes	NIL	-
CSR Committee:			
February 3, 2016	Yes	NIL	-
<i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>			
V. Related Party Transactions			
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>		
Whether prior approval of audit committee obtained	N.A		
Whether shareholder approval obtained for material RPT	N.A		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A		



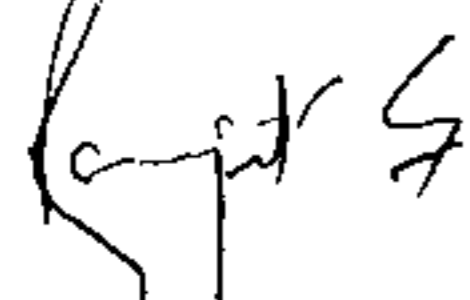
Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

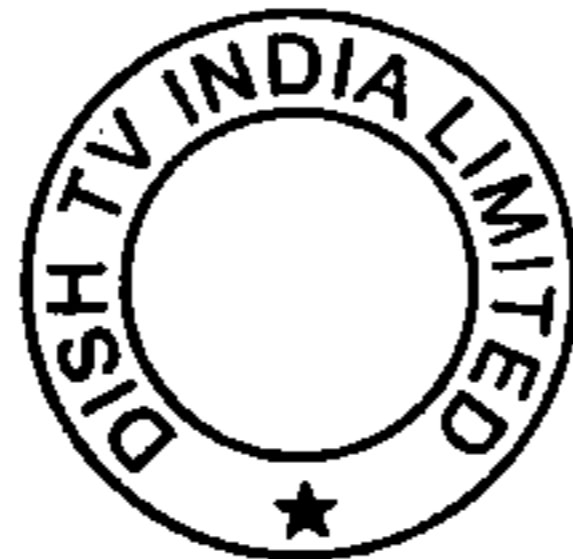
VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee - NA
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. The report submitted for the quarter ended March 31, 2016 shall be placed before Board of Directors at the ensuing meeting of the Board.

For Dish TV India Limited



Ranjit Singh
Company Secretary & Compliance Officer
Membership No.: A15442



Place: Noida

Date: April 11, 2016

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

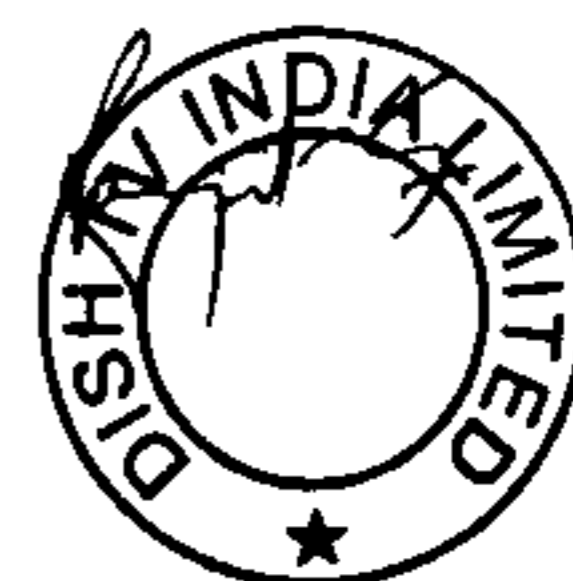


CORPORATE GOVERNANCE REPORT

Name of Listed Entity: Dish TV India Limited

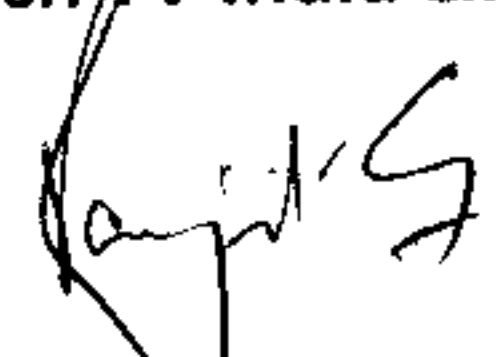

Period : April 1, 2015 to March 31, 2016

I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	NA	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	NA
<i>Minimum Information</i>	17(7)	Yes



Compliance Certificate	17(8)	Yes (Shall form part of Annual Report for FY 2015-16)
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes



Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
<p>Note</p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here</p>		
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.</p>		
<p>For Dish TV India Limited</p> <div style="display: flex; justify-content: space-between; align-items: flex-start;"> <div data-bbox="199 979 913 1394" style="width: 45%;">  <p>Ranjit Singh Company Secretary & Compliance Officer Membership No.: A15442 Place: Noida Date: April 11, 2016</p> </div> <div data-bbox="955 994 1228 1276" style="width: 30%; text-align: center;">  </div> </div>		