

## DISH TV INDIA LIMITED

**Regd. Office:** Office No. 803, 8<sup>th</sup> Floor, DLH Park, S. V. Road, Goregaon (West), Mumbai – 400 062, Maharashtra

**Corp. Office:** FC – 19, Sector 16 A, Noida – 201301, Uttar Pradesh

**E-mail:** investor@dishd2h.com, **CIN:** L51909MH1988PLC287553, **Website:** www.dishd2h.com

**Tel:** 0120-5047000, **Fax:** 0120-4357078

### NOTICE

**Notice** is hereby given that the 36<sup>th</sup> (Thirty Sixth) **Annual General Meeting ('AGM')** of the Members of Dish TV India Limited will be held on **Friday, September 13, 2024, at 11:30 A.M. (IST)**, through video Conferencing ('VC') /Other Audio-Visual Means ('OAVM'), to transact the businesses mentioned below.

#### ORDINARY BUSINESSES

**1. Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2023-24**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

- a) **"RESOLVED THAT** the Annual Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, including the Balance Sheet as at March 31, 2024, the statement of Profit and Loss and Statement of Cash Flow for the Financial Year ended on that date and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and is hereby adopted."
- b) **"RESOLVED THAT** the Annual Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, including the Balance Sheet as at March 31, 2024, the statement of Profit and Loss and Statement of Cash Flow for the Financial Year ended on that date and the Report of the Auditors thereon, as circulated to the Members, be and is hereby adopted."

**2. To re-appoint Mr. Manoj Dobhal (Director Identification Number : 10536036), as Director of the Company, liable to retire by rotation, and being eligible, offers himself for re-appointment.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Manoj Dobhal (Director Identification Number: 10536036), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

#### SPECIAL BUSINESSES

**3. Ratification of remuneration of Cost Auditors for the financial year 2024-25**

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 ('the Act') read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and such other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), a audit fee of ₹ 4,50,000 (Rupees Four Lakh Fifty Thousand Only), excluding taxes and reimbursement of out of pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby confirmed, ratified and approved to be paid to Chandra Wadhwa & Co., (Firm Registration No. 000239), Cost Accountants, as the Cost Auditors of the Company, to conduct the audit of

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the relevant cost records of the Company, as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the financial year ending March 31, 2025.

**RESOLVED FURTHER THAT** the Board of Directors (*hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof which the Board may have constituted*) of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

#### 4. **Appointment of Ms. Garima Bharadwaj (Director Identification Number: 10632970) as an Independent Director of the Company**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, ('the Act') 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 ('Listing Regulations'), including any statutory modification(s) or re-enactment(s) of the Act and Listing Regulations, and in terms of Articles of Association of the Company, Ms. Garima Bharadwaj (Director Identification Number: 10632970), who has submitted a declaration that she meets the criteria of independence as specified under the Act & Listing Regulations, was pursuant to the provisions of Section 161 of the Act, appointed by the Board of Directors as an Additional Director in the category of Non – Executive Independent Director of the Company, with effect from June 14, 2024, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Non – Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years, from the date of appointment *i.e.* June 14, 2024, to June 13, 2029 (both days inclusive).

**RESOLVED FURTHER THAT** subject to the necessary permissions/approvals, the Board of Directors of the Company (*hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution*) be and is hereby authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, finalizing and executing any agreement, deeds and such other documents as may be necessary and to delegate all or any of the powers vested or conferred herein to any Director(s) or Officer(s) of the Company, as may be required to give effect to the above resolution.”

#### 5. **Appointment of Mr. Azeezuddin Mohammad (Director Identification Number: 10647083) as an Independent Director of the Company**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, ('the Act') 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 ('Listing Regulations'), including any statutory modification(s) or re-enactment(s) of the Act and Listing Regulations, and in terms of Articles of Association of the Company, Mr. Azeezuddin Mohammad (Director Identification Number: 10647083), who has submitted a declaration that he meets the criteria of independence as specified under the Act & Listing Regulations, was pursuant to the provisions of Section 161 of the Act, appointed by the Board of Directors as an Additional Director in the category of Non – Executive Independent Director of the Company, with effect from June 14, 2024, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non – Executive Independent Director of the Company,

not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years, from the date of appointment *i.e.* June 14, 2024, to June 13, 2029 (both days inclusive).

**RESOLVED FURTHER THAT** subject to the necessary permissions/approvals, the Board of Directors of the Company (*hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution*) be and is hereby authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation, finalizing and executing any agreement, deeds and such other documents as may be necessary and to delegate all or any of the powers vested or conferred herein to any Director(s) or Officer(s) of the Company, as may be required to give effect to the above resolution.”

By order of the Board  
For **Dish TV India Limited**

**Place:** Noida  
**Date:** August 13, 2024

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

**Registered Office:**  
Office No. 803, 8<sup>th</sup> Floor, DLH Park,  
S. V. Road, Goregaon (West),  
Mumbai – 400 062, Maharashtra  
CIN: L51909MH1988PLC287553  
E-mail: investor@dishd2h.com  
Web: www.dishd2h.com

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## NOTES:

1. The AGM will be convened in compliance with applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made thereunder, provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the provisions of General Circular No. 09/2023 dated September 25, 2023, other Circulars issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, other Circulars issued by SEBI ('Circulars').
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out the details relating to the Special Businesses to be transacted at the AGM, is annexed hereto.
3. Pursuant to MCA Circulars, since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Pursuant to Section 113 of the Act, Corporate/Institutional members intending to appoint their authorized representative(s) to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting are requested to send (in advance), scanned copy (PDF/JPG Format) of a duly certified copy of the relevant Board Resolution / Letter of Authority / Power of Attorney, together with the respective specimen signatures of those representative(s), to the Scrutinizer through e-mail to pcs.jga@gmail.com, with a copy marked to evoting@nsdl.com and investor@dishd2h.com.
5. Regulation 40 of the Listing Regulations, provides that requests for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialised form with a Depository. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in demat form.
6. Green Initiative: Members who have not registered their e-mail address are requested to register their e-mail address for receiving all communication including Annual Report, Notices, etc. from the Company electronically.
7. Inspection: All documents, if any, referred to in this Notice and statutory registers shall be open for inspection by the Members online during the AGM through VC/OAVM.
8. **Submission of questions or queries prior to AGM/ Registration of Speakers:** Members seeking any information with regard to the accounts or any other matter to be placed at the AGM, are requested to write to the Company from September 6, 2024, to September 10, 2024, through e-mail on investor@dishd2h.com. Such questions shall be taken up during the meeting or replied by the Company suitably. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered e-mail address mentioning their name, DP ID and client ID/Folio no, No. of shares, PAN, mobile number at investor@dishd2h.com on or before September 10, 2024. Those Members who have registered themselves as a speaker may be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.
9. Details as required in sub-regulation (3) of Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, for Director recommended by the Board for appointment at this Meeting forms part of the Notice. Detailed profile also forms part of the Corporate Governance Report. The Director has furnished consent/disclosure for the appointment as required under the Act and rules made thereunder.
10. In accordance with the MCA Circular dated September 25, 2023, and SEBI circular dated October 07, 2023, the Notice of AGM are being sent only through the electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar or the Depository Participant(s). The Company will not be dispatching physical copies of Annual Report and Notice of AGM to any Member. Members are requested to register/ update their e-mail addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with Registrar, by following due procedure.

11. A copy of the Notice of this AGM along with Annual Report for the Financial Year 2023-2024 is available in the Investor Section on the website of the Company at [www.dishd2h.com](http://www.dishd2h.com) and website of the Stock Exchanges where the shares of the Company are listed *i.e.* BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of National Securities Depository Limited ('NSDL') at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
12. Members are requested to notify immediately about any change in their postal address and E-Mail address to their Depository Participant (DP) in respect of their shareholding in Demat mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agent, *viz.* Link Intime India Private Ltd having its office at C -101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400 083 / E Mail - [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the RTA.
14. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address/ e-mail id or staying abroad or demise of any members as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified.
15. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send share certificates to the Company for consolidation into a single folio. Members who hold shares in physical form are advised to convert their shareholding in dematerialized form with any depository participant.
16. In all correspondences with the Company, members are requested to quote their DP ID and Client ID No(s) in case the shares are held in the dematerialized form and folio numbers in case the shares are held in physical form.
17. Pursuant to Section 72 of the Act, members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/ Demat form, the nomination form may be filed with the respective Depository Participant.
18. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed to this Notice.

**General instructions for accessing and participating in AGM through VC/OAVM Facility and voting through electronic means including remote e-Voting**

19. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. Members of the Company under the category of Institutional Shareholders are encouraged to attend and participate in the AGM through VC/OAVM and vote thereat.
20. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
21. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations, and the MCA Circulars and Secretarial Standard - 2

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issued by Institute of Company Secretaries of India, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as voting on the date of the AGM will be provided by NSDL.

22. In line with the MCA circulars, the Notice calling the AGM has been uploaded on the website of the Company at [www.dishd2h.com](http://www.dishd2h.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of National Securities Depository Limited ( 'NSDL') at [www.evoting.nsd.com](http://www.evoting.nsd.com).
23. The remote E-Voting period for all items of businesses contained in this notice of AGM shall commence from **Tuesday, September 10, 2024** at 9:00 A.M. (IST) and will end **Thursday, September 12, 2024** at 5:00 P.M. (IST). The E-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.
24. The cut-off date for determining the eligibility of shareholders to exercise remote E-Voting rights and attendance at AGM is **Friday, September 6, 2024**. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the above-mentioned cut-off date, shall be entitled to avail the facility of remote E-Voting or voting at the meeting through electronic mode. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
25. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
26. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again. Members are requested to carefully read the instructions for E-Voting before casting their vote.
27. At the AGM, the Chairman of the meeting shall after discussion on all the resolutions on which voting is to be held, allow voting by electronic means to all those members who are present at the meeting but have not casted their votes by availing the remote E-Voting facility. The Board of Directors of your Company have appointed Mr. Jayant Gupta, Practicing Company Secretary (PCS No. 9738) of Jayant Gupta & Associates, Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and voting through E-Voting system at the AGM in a fair and transparent manner.
28. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote E-Voting in the presence of at least 2 (two) witnesses not in the employment of the Company. Thereafter the Scrutinizer shall, submit a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman, or a person authorised by him in writing who shall countersign the same and declare the result of voting forthwith. The result of e-voting along with consolidated Scrutinizer's report will be declared upon conclusion of the Meeting, within the permissible timelines.
29. The results declared along with the Scrutinizer's report shall be placed on the website of the Company viz. [www.dishd2h.com](http://www.dishd2h.com) and shall also be communicated to the Stock Exchanges and NSDL. The Resolutions, if approved, shall be deemed to have been passed, on the date of AGM.
30. AGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.

31. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins **Tuesday, September 10, 2024** at 9:00 A.M. (IST) and will end **Thursday, September 12, 2024** at 5:00 P.M. (IST). The remote e-voting and module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) *i.e.* - **Friday, September 6, 2024**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*





**Step 1: Access to NSDL e-Voting system**

**A) Login method for E-voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on E-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access E-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a Mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see E-voting services under Value added services. Click on “<b>Access to e-Voting</b>” under E-voting services and you will be able to see E-voting page. Click on company name (Dish TV India Limited) or <b>E-voting service provider i.e. NSDL</b> and you will be re-directed to E-voting website of NSDL for casting your vote during the remote E-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the E-voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a Mobile. Once the home page of E-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (<i>i.e.</i> your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see E-voting page. Click on company name or <b>E-voting service provider i.e. NSDL</b> and you will be redirected to E-voting website of NSDL for casting your vote during the remote E-voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store               Google Play         </p> <div style="display: flex; justify-content: center; gap: 20px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach E-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>After successful login the Easi / Easiest user will be able to see the E-voting option for eligible companies where the E-voting is in progress as per the information provided by company. On clicking the E-voting option, the user will be able to see E-voting page of the E-voting service provider for casting your vote during the remote E-voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all E-voting Service Providers, so that the user can visit the E-voting service providers’ website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access E-voting page by providing Demat Account Number and PAN No. from the E-voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the E-voting option where the E-voting is in progress and also able to directly access the system of all E-voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see E-voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name (Dish TV India Limited) or E-voting service provider i.e. NSDL and you will be redirected to E-voting website of NSDL for casting your vote during the remote E-voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.



**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for E-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the E-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a Mobile.
2. Once the home page of E-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on E-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if EVEN is 101456 and Folio Number is 001*** then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for E-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL E-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
  - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the E-voting system of NSDL
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of E-voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL E-voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL E-voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company to cast your vote during the remote E-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for E-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in your login or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pcs.jga@gmail.com with a copy marked to evoting@nsdl.com.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and E-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Amit Vishal, Asst. Vice President or Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for E-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) by email to investor@dishd2h.com with a copy to rnt.helpdesk@linkintime.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to investor@dishd2h.com with a copy to rnt.helpdesk@linkintime.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)**.

### **Login method for E-voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on E-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access E-voting facility.

### **THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for E-voting on the day of the AGM is same as the instructions mentioned above for remote E-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote E-voting and are otherwise not barred from doing so, shall be eligible to vote through E-voting system in the AGM.
3. Members who have voted through Remote E-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

# Dish TV India Ltd

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL E-voting system. Members may access by following the steps mentioned above for **Access to NSDL E-voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for E-voting or have forgotten the User ID and Password may retrieve the same by following the remote E-voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at investor@dishd2h.com. The same will be replied by the company suitably.
6. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and become member of the Company after the notice is send through e- mail and holding shares as of the cut-off date *i.e.* **Friday, September 6, 2024**, may obtain the login ID and password by sending a request at evoting@nsdl.com or issuer / RTA, However if you are already register with NSDL for remote E-voting then you can use your existing user id and password for casting your vote. If you forgot your password you can reset your password by using "forgot user details/ password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022-4886 7000 and 022-2499 7000. In case of Individual Shareholders holding security in demat mode who acquires shares of the company and become Member of the company after sending of Notice and holding shares as of the cut-off date *i.e.* **Friday, September 6, 2024**, may follow steps mentioned in the Notice of AGM under "Access to NSDL E-voting system".

By order of the Board  
For **Dish TV India Limited**

**Place:** Noida

**Date:** August 13, 2024

**Ranjit Singh**

Company Secretary & Compliance Officer  
Membership No. A15442

### **Registered Office:**

Office No. 803, 8<sup>th</sup> Floor, DLH Park,  
S. V. Road, Goregaon (West),  
Mumbai – 400 062, Maharashtra  
CIN: L51909MH1988PLC287553  
E-mail: investor@dishd2h.com  
Web: www.dishd2h.com

**EXPLANATORY STATEMENT AND EXPLANATION IN TERMS OF REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ('LISTING REGULATIONS') AND SECTION 102 OF THE COMPANIES ACT, 2013 ('THE ACT')**

**Item No. 3**

The Board at its meeting held on May 27, 2024, on the basis of the recommendation of the Audit Committee, had approved the re-appointment of Chandra Wadhwa & Co., Cost Accountants (Firm registration No 000239) as the Cost Auditors of the Company for the Financial Year 2024-25 at a audit fee of ₹ 4,50,000/- (Rupees Four lakhs fifty thousand Only) excluding taxes and reimbursement of out of pocket expenses and other terms and conditions, subject to the confirmation and ratification by the members at the meeting.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), ratification for the remuneration of the Cost Auditors by the members is sought, which is payable to the Cost Auditor for the Financial Year ended 2024-25, by passing an Ordinary Resolution as set out at Item No. 3 of the Notice.

Your Board recommends the Ordinary Resolution as set out in Item No. 3 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolution.

**Item No. 4**

The Board of Directors of the Company at its meeting held on June 10, 2024, approved the induction of Ms. Garima Bharadwaj (Director Identification Number: 10632970), on the Board, as an Additional Director (in the category of Independent Director), not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years from the date of appointment, *i.e.*, June 14, 2024 to June 13, 2029 (both dates inclusive), pursuant to the provisions of Section 149, 150 and 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act').

The Board had evaluated the skills, knowledge and experience of Ms. Garima Bharadwaj and found that she possesses relevant expertise and capabilities required of an Independent Director. Based on the said evaluation, Ms. Garima Bharadwaj was appointed as an Independent Director.

Ms. Garima Bharadwaj has provided her consent in writing to act as Director and has further affirmed that she is not disqualified to act as Director, and the Board has taken the same on record. Ms. Garima Bharadwaj is registered in the Independent Directors database maintained by Indian Institute of Corporate Affairs. The approval from the Ministry of Information and Broadcasting for the appointment of Ms. Bharadwaj as a Director on the Board of the Company is awaited. In terms of Section 160 of the Act, the Company has received notice in writing from a member, proposing the candidature of Ms. Garima Bharadwaj for appointment. Owing to the vacancy in the Board resulting into composition of the Nomination and Remuneration Committee ('NRC') not being complete, the functions of the NRC are being discharged by the Board.

The Company has received declaration from Ms. Bharadwaj that she meets with the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations'). Ms. Bharadwaj has no pecuniary transaction with the Company, its Directors, Promoters and Promoter group entities, except for receiving the Sitting fee for attending the Board meetings and Committee Meetings of the Company.

# Dish TV India Ltd

The Board opined that Ms. Bharadwaj fulfils the conditions specified under Section 149(6) and Schedule IV of the Act and Regulation 16 of the Listing Regulations and also that she is independent of the management. The Board further opined that Ms. Bharadwaj is not disqualified from being appointed as a Director in terms of Section 164 of the Act and Ms. Bharadwaj has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority, which affirmation has been taken on record by the Board.

Ms. Garima Bharadwaj is an Independent Professional without any direct or indirect interest in the share capital of the Company and / or its subsidiary(ies) and is not related to any of the Directors or Promoters of the Company or its subsidiary(ies), except being a Director in Dish Infra Services Private Limited, a wholly owned subsidiary of the Company.

Ms. Garima Bharadwaj is a seasoned legal professional with extensive expertise in various domains of law. She adeptly handles matters related to Civil Law, Criminal Law, Arbitration Law, Rent Law, Labour & Industrial Law, Service Law, Corporate Law, Commercial Law, Intellectual Property Rights Law, Matrimonial Law etc. Her practice spans across multiple courts, including Districts Courts in Delhi, the Original and Appellate side of the High Court of Delhi, the Supreme Court of India, National Green Tribunal, and the Central Administrative Tribunal. In terms of academic achievements, Ms. Bharadwaj graduated from Delhi University, with a B.Sc. (Hons.) in Botany and completed her L.LB from Delhi University and holds a Diploma in Judging and Court Management from National Law University, Delhi. Additionally, she successfully completed a Certificate Course on Energy & Environment Awareness conducted by Delhi University Energy & Environment Group, sponsored by the Department of Environment, Govt. of Delhi. Since July 2004, Ms. Bharadwaj has been practicing independently, demonstrating her commitment to legal excellence. Her dedication to the legal field and multifaceted expertise make her a valuable asset to the legal community. She was also awarded the prestigious Smt. Leelawati Nanda Memorial Silver Medal for being the best All Round Student of B.Sc. (Hons.) Botany.

Pursuant to Regulation 17(1C) of Listing Regulations, the appointment of Ms. Bharadwaj as a Director of the Company is required to be placed before the Members of the Company at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier, for their approval. The proposed Special resolution as set out at Item No. 4 of this Notice, has been proposed keeping in sight the said requirement.

Appointment letter setting out the terms of appointment of Ms. Bharadwaj as an Independent Director will be available for inspection at the website of the Company under the investors section and online during the AGM through VC.

A brief profile and other information as required under Regulation 36 of the Listing Regulations and Secretarial Standard 2 issued by ICSI is provided as **Annexure A**.

Your Board recommends the Special resolution as set out at Item No. 4 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Ms. Garima Bharadwaj (whose appointment is proposed in the resolution) and his relatives, are in any way concerned or interested in the resolution.

## Item No. 5

The Board of Directors of the Company at its meeting held on June 10, 2024, approved the induction of Mr. Azeezuddin Mohammad (Director Identification Number: 10647083), on the Board, as an Additional Director (in the category of Independent Director), not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years from the date of appointment, *i.e.*, June 14, 2024 to June 13, 2029 (both dates inclusive), pursuant to the provisions of Section 149, 150 and 161 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('the Act').

The Board had evaluated the skills, knowledge and experience of Mr. Azeezuddin Mohammad and found that he possesses relevant expertise and capabilities required of an Independent Director. Based on the said evaluation, Mr. Azeezuddin Mohammad was appointed as an Independent Director.

Mr. Azeezuddin Mohammad has provided his consent in writing to act as Director and has further affirmed that he is not disqualified to act as Director, and the Board has taken the same on record. Mr. Azeezuddin Mohammad is registered in the Independent Directors database maintained by Indian Institute of Corporate Affairs. The approval from the Ministry of Information and Broadcasting for the appointment of Mr. Azeezuddin as a Director on the Board of the Company is awaited. In terms of Section 160 of the Act, the Company has received notice in writing from a member, proposing the candidature of Mr. Azeezuddin Mohammad for appointment. Owing to the vacancy in the Board resulting into composition of the Nomination and Remuneration Committee ('NRC') not being complete, the functions of the NRC are being discharged by the Board.

The Company has received declaration from Mr. Azeezuddin that he meets with the criteria of Independence as prescribed under Section 149 of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ('Listing Regulations'). Mr. Azeezuddin has no pecuniary transaction with the Company, its Directors, Promoters and Promoter group entities, except for receiving the Sitting fee for attending the Board meetings and Committee Meetings of the Company.

The Board opined that Mr. Azeezuddin fulfils the conditions specified under Section 149(6) and Schedule IV of the Act and Regulation 16 of the Listing Regulations and also that he is independent of the management. The Board further opined that Mr. Azeezuddin is not disqualified from being appointed as a Director in terms of Section 164 of the Act and Mr. Azeezuddin has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority, which affirmation has been taken on record by the Board.

Mr. Azeezuddin Mohammad is an Independent Professional without any direct or indirect interest in the share capital of the Company and / or its subsidiary (ies) and is not related to any of the Directors or Promoters of the Company or its subsidiary (ies).

Mr. Azeezuddin Mohammad has more than 37 years professional expertise at the Life Insurance Corporation of India in marketing, customer relations, claim management, legal affairs, finance, and international operations. His expertise extends to formulating strategic initiatives and designing innovative marketing & sales campaigns. After retirement, he joined CSC e-Governance Services India Limited as a Principal Consultant, responsible for developing Common Services Centres (CSCs) in the North-Eastern states, promoting social, financial, and digital inclusivity. In terms of academic achievements, Mr. Azeezuddin Mohammad holds a Master's degree in Physics and he is a Fellow Member of the Insurance Institute of India (FIII), Mumbai. He also possesses a Post Graduate Diploma in Risk Management (PGDRM) from the Institute of Insurance and Risk Management (IIRM), Hyderabad. Mr. Azeezuddin Mohammad has supervised investments and conducted actuarial valuations of foreign operations. He is also proficient in formulating and implementing novel strategic initiatives that involve diverse stakeholders and is adept at designing innovative marketing and sales campaigns. He was also a Nominee Director at Andhra Pradesh State Financial Corporation, Hyderabad, and Sahkari Awam Nirman Ewam Vitt Nigam Ltd., Lucknow.

Pursuant to Regulation 17(1C) of Listing Regulations, the appointment of Mr. Azeezuddin as a Director of the Company is required to be placed before the Members of the Company at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier, for their approval. The proposed Special resolution as set out at Item No. 5 of this Notice, has been proposed keeping in sight the said requirement.

Appointment letter setting out the terms of appointment of Mr. Azeezuddin as an Independent Director will be available for inspection at the website of the Company under the investors section and online during the AGM through VC.

# Dish TV India Ltd

A brief profile and other information as required under Regulation 36 of the Listing Regulations and Secretarial Standard 2 issued by ICSI is provided as **Annexure A**.

Your Board recommends the Special resolution as set out at Item No. 5 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Mr. Azeezuddin Mohammad (whose appointment is proposed in the resolution) and his relatives, are in any way concerned or interested in the resolution.

By order of the Board  
For **Dish TV India Limited**

**Place:** Noida

**Date:** August 13, 2024

**Ranjit Singh**

Company Secretary & Compliance Officer  
Membership No. A15442

**Registered Office:**

Office No. 803, 8<sup>th</sup> Floor, DLH Park,  
S. V. Road, Goregaon (West),  
Mumbai – 400 062, Maharashtra  
CIN: L51909MH1988PLC287553  
E-mail: investor@dishd2h.com  
Web: www.dishd2h.com



## Annexure A

The details of Director seeking appointment as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:

Particulars	Mr. Manoj Dobhal (DIN: 10536036)	Ms. Garima Bharadwaj (DIN: 10632970)	Mr. Azeezuddin Mohammad (DIN: 10647083)
Age / Date of Birth	50 Years / April 14, 1974	44 Years / May 6, 1980	62 Years / May 1, 1962
Date of first Appointment	March 15, 2024	June 14, 2024	June 14, 2024
Qualification	MBA (Marketing) from Apeejay Institute of Management, Delhi and B.Sc. (Hons.) in Electronics from University of Delhi.	B.Sc. (Hons.) in Botany from and Bachelor of Law from Delhi University. She also holds a Diploma in Judging and Court Management from National Law University, Delhi.	Master's degree in physics and Post Graduate Diploma in Risk Management (PGDRM) from the Institute of Insurance and Risk Management (IIRM), Hyderabad. He is a Fellow Member of the Insurance Institute of India (FIII)
Brief Resume including Experience/expertise in specified functional area	<p>Mr. Manoj Dobhal is an enterprising leader, effective in high profile executive roles in well-established organization &amp; Startups. He is proficient in overcoming complex business challenges and making high stake decision and having process techno-commercial experience across all sphere for scalable &amp; sustainable business development. Mr. Dobhal has more than 24 years of experience in setting the vision &amp; Strategic plan for developing business and amplifying business margin through long term planning across all business segments of FMCG, Telecom, Consumer durable, DTH, Broadband and Media distribution.</p> <p>Mr. Dobhal comes with a rich experience in DTH industry in India and overseas. He has managed various aspects of business across industries including Sales &amp; Distribution, Marketing, Customer</p>	<p>Ms. Garima Bharadwaj is a seasoned legal professional with extensive expertise in various domains of law. She adeptly handles matters related to Civil Law, Criminal Law, Arbitration Law, Rent Law, Labour &amp; Industrial Law, Service Law, Corporate Law, Commercial Law, Intellectual Property Rights Law, Matrimonial Law etc. Her practice spans across multiple courts, including Districts Courts in Delhi, the Original and Appellate side of the High Court of Delhi, the Supreme Court of India, National Green Tribunal, and the Central Administrative Tribunal.</p> <p>She successfully completed a Certificate Course on Energy &amp; Environment Awareness conducted by Delhi University Energy &amp; Environment Group, sponsored by the Department of Environment, Govt. of Delhi.</p> <p>Since July 2004, Ms. Bharadwaj has been practicing</p>	<p>Mr. Azeezuddin Mohammad has more than 37 years professional expertise at the Life Insurance Corporation of India in marketing, customer relations, claim management, legal affairs, finance, and international operations. His expertise extends to formulating strategic initiatives and designing innovative marketing &amp; sales campaigns. After retirement, he joined CSC e-Governance Services India Limited as a Principal Consultant, responsible for developing Common Services Centres (CSCs) in the North-Eastern states, promoting social, financial, and digital inclusivity.</p> <p>Mr. Azeezuddin Mohammad has supervised investments and conducted actuarial valuations of foreign operations. He is also proficient in formulating and implementing novel strategic initiatives that involve diverse stakeholders and is adept at</p>

# Dish TV India Ltd

Particulars	Mr. Manoj Dobhal (DIN: 10536036)	Ms. Garima Bharadwaj (DIN: 10632970)	Mr. Azeezuddin Mohammad (DIN: 10647083)
	Experience, Field Service and Business Process Automation. He has worked with various organization including Colgate Palmolive India Limited, Vadilal Ent. Ltd, Dabur India Ltd., Reliance Communication Ltd. Tata Play Fiber etc.	independently, demonstrating her commitment to legal excellence. Her dedication to the legal field and multifaceted expertise make her a valuable asset to the legal community. She was also awarded the prestigious Smt. Leelawati Nanda Memorial Silver Medal for being the best All Round Student of B.Sc. (Hons.) Botany.	designing innovative marketing and sales campaigns. He was also a Nominee Director at Andhra Pradesh State Financial Corporation, Hyderabad, and Sahkari Awas Nirman Ewam Vitt Nigam Ltd., Lucknow.
Experience and expertise in Specified Functional area	Mr. Dobhal's experience/qualification comprises in areas relating to Strategy and strategic planning, Financial Expertise, Risk and compliance oversight, Executive management and Commercial experience etc. Mr. Dobhal's Key Skills comprises of Strategy and strategic planning, Financial Expertise, Risk and compliance oversight, Executive management and commercial expertise. Further, his expertise /competence in the Broadcasting Industry comprises of Product Delivery, Technology Innovation and Community and stakeholder engagement.	Ms. Bharadwaj's experience/qualification comprises in areas relating to Strategy and strategic planning, Policy development, Risk and compliance oversight, Executive management and Commercial experience etc. Ms. Bharadwaj's Key Skills comprises of Strategy and strategic planning, Policy development, Risk and compliance oversight, Executive management and commercial expertise. Further, his expertise / competence in the Broadcasting Industry comprises of Client engagement and Community and stakeholder engagement.	Mr. Mohammad's experience/qualification comprises in areas relating to Strategy and strategic planning, Policy development, Financial Expertise, Risk and compliance oversight, Executive management and Commercial experience etc. Mr. Mohammad's Key Skills comprises of Strategy and strategic planning, Policy development, Financial Expertise, Risk and compliance oversight, Executive management and commercial expertise. Further, his expertise /competence in the Broadcasting Industry comprises of Product Delivery, Client engagement and Community and stakeholder engagement.
Directorships held in other companies in India*	NIL	1 (One)	NIL
Directorships held in other Listed entities	NIL	NIL	NIL
Chairman/ Member of Committee of the Board of other companies in which they are director**	NIL	1 (One)	NIL

Particulars	Mr. Manoj Dobhal (DIN: 10536036)	Ms. Garima Bharadwaj (DIN: 10632970)	Mr. Azeezuddin Mohammad (DIN: 10647083)
Listed Entities from which the Director has resigned in the past three years	NIL	NIL	NIL
Shareholding in Dish TV India limited	NIL	NIL	NIL
<i>Inter-se</i> Relationship between Directors/ Managers/Key Managerial Personnel	Not related to any Directors/ Managers/ Key Managerial Personnel of the Company.		
Pecuniary relationship with Company etc.	Mr. Dobhal has no other pecuniary relationship with the Company except receiving the remuneration.	Ms. Bharadwaj has no pecuniary relationship with the Company except receiving the sitting fee for attending Board / Committee meetings.	Mr. Mohammad has no pecuniary relationship with the Company except receiving the sitting fee for attending Board / Committee meetings.
Terms and Conditions of Appointment/ Re-appointment and Remuneration	As mentioned in resolution no. 2 of this notice.	As mentioned in resolution no. 4 of this notice.	As mentioned in resolution no. 5 of this notice.
Remuneration Last Drawn	For the Financial Year 2023-24, as approved by the Nomination and Remuneration Committee, Mr. Dobhal in his capacity as Chief Executive Officer was paid a remuneration which was fixed at ₹ 1.80 Cr. Upon his appointment as the Whole-Time Director of the Company with effect from March 15, 2024, the Board noted that no incremental remuneration will be given to Mr. Dobhal consequent to his appointment as the Executive Director of the Company and he shall receive the same remuneration. The Board evaluated the remuneration of employees for the FY 2024-25, and approved increments including that of Mr. Manoj Dobhal in terms of the remuneration policy of the Company.	Nil	Nil

# Dish TV India Ltd

Particulars	Mr. Manoj Dobhal (DIN: 10536036)	Ms. Garima Bharadwaj (DIN: 10632970)	Mr. Azeezuddin Mohammad (DIN: 10647083)
Number of Board Meetings Attended during the Financial Year 2024-25***	7 (Seven)	3 (Three)	3 (Three)
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Out of the skill sets identified by the Board for the Board members, Mr. Dobhal meets the skill sets viz. Strategy and strategic planning, Financial Expertise, Policy development, Executive management, Commercial experience, Product Delivery, Technology Innovation, Client engagement, Community and stakeholder engagement and Marketing & Communication.	Out of the skill sets identified by the Board for the Board members, Ms. Bharadwaj meets the skill sets viz. Strategy and strategic planning, Policy Development, Risk and Compliance Oversight, Executive management, Commercial experience, Client engagement and Community and stakeholder engagement.	Out of the skill sets identified by the Board for the Board members, Mr. Mohammad meets the skill sets viz. Strategy and strategic planning, Financial Expertise, Policy development, Risk and compliance oversight, Executive management, Commercial experience, Product Delivery, Client engagement and Community and stakeholder engagement.

\* Directorships in Other Companies does not include alternate directorships, directorship in foreign bodies corporate and directorship in Dish TV India Limited.

\*\* Chairmanships/Memberships of only Audit Committees and Stakeholders Relationship Committee in all Public Limited Companies (Listed and Unlisted) have been considered except Foreign Companies, Private Companies, companies registered under section 8 of the Act and Chairmanships/Memberships in Committees of Dish TV India Limited.

\*\*\* Meeting upto August 13, 2024 of the FY 2024-25 has been taken.

By order of the Board  
For **Dish TV India Limited**

**Place:** Noida  
**Date:** August 13, 2024

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

**Registered Office:**  
Office No. 803, 8<sup>th</sup> Floor, DLH Park,  
S. V. Road, Goregaon (West),  
Mumbai – 400 062, Maharashtra  
CIN: L51909MH1988PLC287553  
E-mail: investor@dishd2h.com  
Web: www.dishd2h.com

**INFORMATION AT A GLANCE**

Sr. No.	Particulars	Details
1	Day, Date and Time of the AGM	Friday, the 13 <sup>th</sup> day of September 2024 at 11:30 A.M. (IST)
2	Mode	Video Conferencing and Other Audio-Visual Mode
3	Participation through Video-Conferencing	Members can login on the date of AGM at <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM
4	Help-Line Number for VC Participation	Mr. Amit Vishal, Assistant Vice President or Ms. Pallavi Mhatre, Senior Manager – NSDL at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000
5	Speaker Registration Before AGM	Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and client ID/Folio no, No. of shares, PAN, mobile number at <a href="mailto:investor@dishtv2h.com">investor@dishtv2h.com</a> from September 6, 2024 to September 10, 2024. Those Members who have registered themselves as a speaker will be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM
6	Cut-off Date for e-voting	Friday, September 6, 2024
7	Remote E-voting start time and date	Tuesday, September 10, 2024, at 9:00 A.M. (IST)
8	Remote E-voting end time and date	Thursday, September 12, 2024, at 5:00 P.M. (IST)
9	Remote E-voting website	<a href="http://www.evoting.nSDL.com">www.evoting.nSDL.com</a>
10	Name, address and contact details of Registrar and Transfer Agent	Link Intime India Private Ltd. C -101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400 083 E Mail - <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
11	Email Registration & Contact Updation process	<ul style="list-style-type: none"> <li>• DEMAT Shareholders: Contact respective Depository Participant</li> <li>• Physical Shareholders: Contact Company's Registrar and Transfer Agents, Link Intime India Pvt. Ltd. through email at <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a></li> </ul>