

October 13, 2016

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra - Kurla Complex Bandra (E), Mumbai - 400 051.	<b>BSE Limited</b> 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 and Half Year ended September 30, 2016**

Dear Sir,

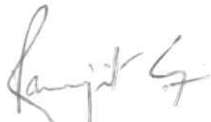
Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Compliance report on corporate governance of Dish TV India Limited ("Company") for the Quarter ended September 30, 2016 and Half year ended September 30, 2016 in 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 – September 30, 2016

Title (Mr. / Ms)	Name of the Director	PAN <sup>1</sup> & DIN		Category (Chairperson/ Executive / Non-Executive / independent / Nominee) <sup>2</sup>	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	2	0
Mr.	Ashok Mathai Kurien	AADPK4942J	00034035	Non-Executive Director	29/09/2016	NA	-	2	1	2
Mr.	Bhagwan Dass Narang	AAEPN3092R	00038052	Independent Director	29/09/2014	NA	2 Years	3	1	5
Mr.	Arun Duggal	AEJPD7754D	00024262	Independent Director	29/09/2014	NA	2 Years	6	5	1
Mr.	Lakshmi Chand	ABJPC8149E	00558169	Independent Director	29/09/2014	NA	2 Years	1	1	0
Mr.	Eric Louis Zinterhofer	NA (Foreign National)	01929446	Independent Director	29/09/2014	NA	2 Years	1	0	0
Dr.	Rashmi Aggarwal	ABPPS8037H	07181938	Independent Director	29/09/2015	NA	1 Year	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.

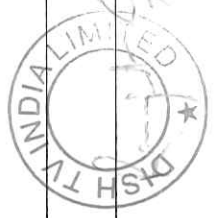
## II. Composition of Committees (As on September 30, 2016)



Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominees) <sup>§</sup>
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

<sup>&</sup>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				Maximum Gap Between any two Consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the Relevant quarter			
<ul style="list-style-type: none"> <li>May 23, 2016</li> </ul>	<ul style="list-style-type: none"> <li>July 28, 2016</li> <li>August 12, 2016</li> </ul>			65 Days
IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee:</b>				
<ul style="list-style-type: none"> <li>July 28, 2016</li> <li>August 12, 2016</li> </ul>	Yes	May 23, 2016		65 Days
<b>Nomination &amp; Remuneration Committee:</b>				
July 28, 2016	Yes	May 23, 2016		65 Days
<b>Stakeholders Relationship Committee:</b>				
July 28, 2016	Yes	NIL		N.A.
<b>CSR Committee:</b>				
NIL	N.A.	NIL		N.A.
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
V. Related Party Transactions				
Subject	Compliance status (Yes/No/NA) refer note below			
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			

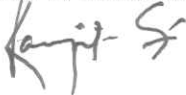


<p><b>Note:</b></p> <ol style="list-style-type: none"> <li>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>2. If status is "No" details of non-compliance may be given here.</li> </ol>	<p><b>VI. Affirmations</b></p> <ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015             <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee - NA</li> </ol> </li> <li>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.</li> <li>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.</li> <li>5. The report submitted for the quarter ended September 30, 2016 shall be placed before Board of Directors at the ensuing meeting of the Board.</li> </ol>	<p>For Dish TV India Limited</p> <p style="text-align: center;"></p> <p><b>Ranjit Singh</b>  <b>Company Secretary &amp; Compliance Officer</b>  <b>Membership No.: A15442</b>  <b>Place: Noida</b>  <b>Date: October 13, 2016</b></p> <p style="text-align: center;"></p>
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**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

1. Name of Listed Entity – Dish TV India Limited  
2. Period – April 1, 2016 - September 30, 2016

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note</b> 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. 3. If the Listed Entity would like to provide any other information the same may be indicated here.		
For Dish TV India Limited  <b>Ranjit Singh</b> Company Secretary & Compliance Officer Membership No.: A15442 Place: Noida Date: October 13, 2016 