

May 23, 2016

**The National Stock Exchange of India Limited
The BSE Limited**

Kind Attn.: Corporate Relationship Department

Dear Sir,

**Re.: Outcome of the Board Meeting / Nomination & Remuneration Committee Meeting –
May 23, 2016**

Pursuant to applicable regulations of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, including Regulation 30, this is to inform you that the Board of Directors of the Company at their meeting held today, i.e., May 23, 2016, has *inter-alia*:

- a) Approved the Annual Audited Financial Results of the Company for the fourth quarter and Financial Year ended March 31, 2016;
- b) Approved a proposal for adjustment of Securities Premium Account against the accumulated losses in the financial statement of the Company through Capital Reduction.

This is to further inform that, the Nomination & Remuneration Committee of the Board of Directors of the Company at its meeting held today, have approved the grant of 6,18,800 stock options convertible into 6,18,800 fully paid equity shares of Re. 1/- each to 2 (Two) Employees of the Company at an exercise price of Rs. 93.90 per option, being the closing price at the highest trading exchange (National Stock Exchange of India Limited) on May 20, 2016, pursuant to the (Securities and Exchange Board Of India (Share Based Employee Benefits) Regulations, 2014.

The Annual Audited Financial results for the fourth quarter and Financial Year ended on March 31, 2016 of the financial year 2015-16 in the format specified under Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 together with the Earning Release, Form A (for Standalone and Consolidated financials) and Auditors' Report (on Standalone and Consolidated financials) are attached herewith for your information and record.

Further, prescribed information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no CIR/CFD/CMD/4/2015 September 09, 2015 is also enclosed herewith.

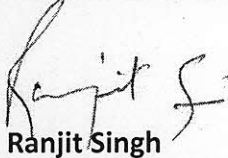
Please note that a conference call to discuss the performance of the Company has been scheduled today post release of financials to the Stock Exchanges. Details of such call have been uploaded on the website of the Company.

You are requested to kindly take the above on record.

Thanking you,

Yours faithfully,

For Dish TV India Limited



Ranjit Singh

Company Secretary and Compliance Officer

Membership No.: A 15442



Disclosure of events and information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no CIR/CFD/CMD/4/2015 September 09, 2015

a. Details and reasons for capital reduction :

- i. The Board of Directors of the Company believe that it is necessary to / set-off the accumulated losses incurred by the Company by way of restructuring wherein the Securities Premium Account would be utilized / adjusted against the accumulated losses in the statement of Profit & Loss Account under Sections 100 to 104 of the Companies Act 1956, read with Section 52 of the Companies Act, 2013. The Board of Directors believe that such restructuring which is in terms of the above provisions of the Companies Act 1956 / Companies Act, 2013, will help in better analysis and reading of the financial position of the company.
- ii. Thus, reduction of Securities Premium in the manner specified above would be deemed as reduction of share capital under the provisions of Section 100 to 104 of the Companies Act, 1956 read with Section 52 of the Companies Act, 2013.
- iii. Proposed reduction of capital shall be subject to the requisite approvals (i.e. Stock Exchanges, Shareholders of the Company, Jurisdictional High Court), as may be applicable.

b. Quantitative and/or qualitative effect of restructuring

- i. With the Scheme coming into effect, entire balance of Rs. 1543.40 Crores available in Securities Premium Account shall be utilized and adjusted against accumulated losses shown in the financial statement of the Company.

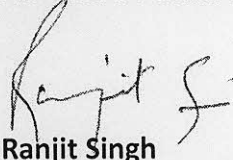
c. Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring

- i. The Scheme does not result in any benefits to the promoter/promoter group/group companies to the exclusion of the other shareholders.

d. Brief details of change in shareholding pattern (if any) of all entities

- i. The shareholding pattern of Dish TV India Limited (the Company) remains the same post reduction of capital.

For Dish TV India Limited


Ranjit Singh

**Company Secretary and Compliance Officer
Membership No.: A 15442**

