

Ref: NSE/LIST/140896-X

June 25, 2010

The Company Secretary
Dish TV India Limited
B - 10, Essell House,
Lawrence Road,
Industrial Area,
Delhi – 110035.

Kind Attn: Mr. Ranjit Singh

Dear Sir,

Sub.: Application under clause 24(f) of the Listing Agreement

We are in receipt of your letter enclosing draft Composite Scheme of Amalgamation and Arrangement between Dish TV India Limited and Agrani Satellite Services Limited and Integrated Subscriber Management Services Limited and their Respective Shareholders and Creditors.

We have perused the draft Scheme of Amalgamation and Arrangement and the related documents/details submitted by you including the confirmation of the Company Secretary that the Scheme so submitted does not in any way violate, over-ride or circumscribe the provisions of Securities Laws or the Stock Exchange requirements.

Accordingly, we do hereby convey to you our 'no-objection' with limited reference to those matters having a bearing on listing / delisting / continuous listing requirements within the provisions of the Listing Agreement, so as to enable you to file the scheme with the Hon'ble High Court.

Yours faithfully,
For National Stock Exchange of India Limited



Rt
Hari K
Vice President

P.S. Checklist of all the further issues is available on website of the exchange at the following URL
http://www.nseindia.com/content/equities/eq_checklist.htm.

Ref: DCS/AMAL/SI/24(f)/340/2010-11

July 2, 2010

The Company Secretary
Dish TV India Limited
B-10, Essel House, Lawrence Road
Industrial Area, Delhi – 100 035.

Dear Sir,

Sub: Application under Clause 24(f) of the Listing Agreement to the proposed Scheme of Amalgamation under Sections 391-394 of the Companies Act, 1956.

We refer to your letter dated June 18, 2010 forwarding the draft Scheme of amalgamation and Arrangement between Agrani Satellite Services Limited and Integrated Subscriber Management Services Limited and their Respective Shareholders and Creditors with your Company. We also refer to the discussions with company representatives in connection with the captioned matter.

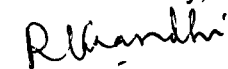
The Exchange has noted the confirmation given by the Company stating that the scheme does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Companies Act, 1956, the rules, regulations and guidelines made under these Acts, and the provisions of the Listing agreement or the requirements of Bombay Stock Exchange Limited (BSE).

Accordingly, we hereby convey to you the Exchange's 'No-objection' with limited reference to those matters having bearing on listing/ de-listing/ continuous listing requirements within the provisions of the Listing Agreement, so as to enable you to file the scheme with the Hon'ble High Court.

It is to be distinctly understood that the Exchange while granting the "No-objection" does not express its opinion on the fairness or otherwise, of the valuation of the entities concerned or the exchange ratio proposed in the said scheme of arrangement.

The Exchange, however, reserves its right to withdraw its No-objection approval at any later stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities etc.

Yours faithfully,



(Rajesh C. Gandhi)
Manager



(Jayesh Ashtekar)
Dy. Manager