

**IN THE HIGH COURT OF DELHI AT NEW DELHI  
(ORDINARY ORIGINAL COMPANY JURISDICTION)  
COMPANY APPLICATION (M) No. 135 of 2010**

In the matter of the Companies Act,  
1956 (1 of 1956);

AND

In the matter of Sections 391 to 394 of  
the Companies Act, 1956;

AND

In the matter of Composite Scheme of  
Amalgamation and Arrangement  
between Dish TV India Limited,  
Integrated Subscriber Management  
Services Limited and Agrani Satellite  
Services Limited and their respective  
shareholders and creditors

**Dish TV India Limited**, a Company incorporated )  
under the Companies Act, 1956 having its )  
Registered Office at Essel House, B-10,  
Lawrence Road, Industrial Area, Delhi -110035.

**...De-merged Company**

**FORM OF PROXY**

I/We \_\_\_\_\_ the undersigned, being the Secured Creditor(s) of Dish TV India Limited, the Demerged Company do hereby appoint Mr. / Ms. \_\_\_\_\_ of \_\_\_\_\_ and failing him/her \_\_\_\_\_ of \_\_\_\_\_ as my / our proxy, to act for me / us at the meeting of the Secured creditors of the Demerged Company to be held at NCUI Auditorium, 3, Siri Institutional Area, August Kranti Marg, New Delhi – 110 016 on Thursday, the 11<sup>th</sup> day of November, 2010 at 12:00 Noon, for the purpose of considering and, if thought fit, approving, with or without modification(s), the proposed Composite Scheme of Amalgamation and Arrangement between Dish TV India Limited, Integrated Subscriber Management Services Limited and Agrani Satellite Services Limited and their respective shareholder and creditors and at such meeting, and any adjournment/ adjournments thereof, to vote, for me/us and in my/our name(s) \_\_\_\_\_ (here if 'for' insert 'for', if 'against' insert 'against' and in the latter case strike out the words "either with or without modifications" after the word "Arrangement") the said arrangement embodied in the Composite Scheme of Amalgamation and Arrangement *either with or without modifications* as my/our proxy may approve.

\* *Strike out what is not necessary*

Dated this \_\_\_\_ day of \_\_\_\_\_ 2010

Name			<div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 0 auto;">                     Affix Re. 1 Revenue Stamp                 </div> Signature across the Stamp
Address			

Signature:

**NOTES:**

1. Alterations, if any, made in the Form of Proxy should be initialed.
2. Proxy must be deposited at the Registered Office of the Demerged Company, not less than FORTY EIGHT hours before the time scheduled / fixed for the said Meeting.
3. In case of multiple Proxies, the Proxy later in time shall be accepted.
4. Copy of the Scheme of Arrangement and Amalgamation / Explanatory Statement / Proxy form may be obtained from the registered office of Dish TV India Limited.