



DISH TV INDIA LIMITED

**DISH TV INDIA LIMITED ENGAGES
AON CONSULTING PVT. LTD. (AON),
DELOITTE TOUCHE TOHMATSU INDIA LLP (DELOITTE) &
PRICewaterHOUSE COOPERS PVT. LTD. (PwC)
AS CONSULTANTS TO ASSIST IN THE POST-MERGER INTEGRATION OF THE
COMBINED ENTITY
DISH TV VIDEOCON LIMITED**

NOIDA, India; May 15, 2017 - Dish TV India Limited (Dish TV) (BSE: 532839, NSE: DISHTV) and Videocon d2h Limited (Vd2h) (NASDAQ: VD2H) had entered into definitive agreements in November 2016 for amalgamation of Vd2h into Dish TV through a scheme of arrangement among Dish TV, Vd2h and their respective shareholders and creditors (the Scheme). The proposed transaction had been also notified to Competition Commission of India (the CCI) for its approval.

CCI has given its approval for the proposed transaction vide its letter dated May 4, 2017. The process for obtaining the approval from National Company Law Tribunal (NCLT) for the Scheme is also underway. NCLT convened meeting of Equity Shareholders of the Company was held on May 12, 2017 in which the shareholders have approved the Scheme.

For the purpose of planning the post-merger integration, Dish TV has engaged Aon, Deloitte and PwC as consultants to undertake project management for executing and ensuring seamless integration of the core function, processes and technology infrastructure.

Aon's engagement will include developing a going-forward plan for harmonizing and creating an efficient organization structure, execute policy and process alignment, assess the current and desired culture of the merger entities, create a competency framework design for the combined entity, conducting workshops and developing action plans to achieve all of the above-mentioned, etc.

Deloitte's engagement will include creating a Project Management Office to monitor and execute operations' alignment, integration of systems and processes in the core functions such as Finance, HR, Compliances, Sales force etc, to rationalize the assets utilization, to create a project governance structure and make the combined entity operations-ready on the first day of the merger.

PwC's engagement will include advising on integration of the IT systems. It will help in setting up processes, procedures and controls to align the IT systems and processes, assess the architecture of the current business application stacks of both the companies and will recommend the integration of the IT infrastructure and networks, IT security processes, voice infrastructure networks etc.

The consultants are estimated to complete their assignments within a time period of 12 weeks.

About Dish TV India Limited:

Dish TV is Asia Pacific's largest direct-to-home (DTH) company and part of one of India's biggest media conglomerate - the 'Zee' Group. Dish TV has on its platform more than 615 channels & services including 30 audio channels and over 67 HD channels & services. Dish TV leverages multiple satellite platforms including NSS-6, Asiasat 5, SES-8 and GSAT-15 which makes its total bandwidth capacity equal 846 MHz, amongst the largest held by any DTH player in the country. The Company has a vast distribution network of over 2,272 distributors & over 243,740 dealers that span across 9,431 towns in the country. Dish TV has thirteen 24* 7 call centres catering to 11 different languages to take care of subscriber requirement at any point in time. For more information on the company, please visit www.dishtv.in