

MINUTES OF THE SIXTY EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF QUADRANT TELEVENTURES LIMITED HELD ON MONDAY, 28TH SEPTEMBER, 2015 AT 2.30 PM AT THE REGISTERED OFFICE OF THE COMPANY AT AUTOCARS COMPOUND, ADALAT ROAD, AURANGABAD - 431005.

PRESENT:

Mr. Vinay Kumar Monga Director

Mr. Babu Mohanlal Panchal Director & Chairman of the Audit Committee

ALSO PRESENT:

- Representative of Khandelwal Jain & Co., Chartered Accountants, Statutory Auditors; and
- Mr. Amit Verma, Company Secretary
- Mrs. Gayathri R. Girish, Scrutinizer

CHAIRMAN OF THE MEETING:

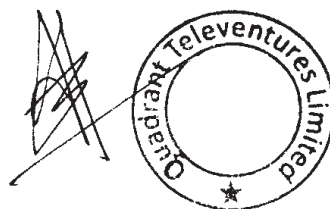
Mr. Vinay Kumar Monga was unanimously elected as the Chairman of the Meeting. He took the Chair and presided over the Meeting.

The Chairman welcomed the Members to the 68th Annual General Meeting of the Company.

QUORUM:

37 Members holding 46,28,03,541 equity shares were present in person and proxy. Requisite quorum as per the provisions of Section 103 of the Companies Act, 2013, being present, the Chairman declared the Meeting as duly constituted.

Mr. Amit Verma, Company Secretary, informed the Members that Register of Members, Register of Proxies, Attendance Register, Register of Directors' & Key Managerial Personnel's Shareholding maintained under Section 170 of the Companies Act, 2013, maintained w.e.f. 1st April, 2014 and Register of Directors Shareholding maintained under Section 307 of the Companies Act, 1956 upto 31st March, 2014, Notice of the Meeting and Report of the Directors and Auditors thereon, Minutes Book of the General Meeting and Audited Accounts of the Company are available for inspection during the continuance of the Meeting.



It was further informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendments Rules 2015 and revised Clause 35B of the Listing Agreement, the Company had provided remote e-voting facility to its members to vote for the resolutions to be passed at the Annual General Meeting.

The remote e-voting facility was kept open from Friday, 25th September, 2015, 9.00 a.m. to Sunday, 27th September, 2015, 5.00 p.m. (both days inclusive). The remote e-voting facility was not allowed beyond 5.00 p.m. on Sunday, 27th September, 2015.

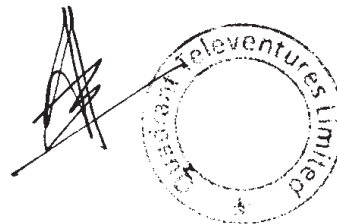
The Company fixed Monday, 21st September, 2015, as the cut-off date/entitlement date for identifying the Shareholders entitled to participate for e-voting process (remote e-voting) and voting by Ballot at AGM.

The Company also provided facility for voting by Ballot at the AGM apart from providing remote e-voting facility for all those members who were present at the AGM but have not casted their votes by availing the remote e-voting facility.

Mrs. Gayathri R. Girish, Company Secretary in whole time practice (CP No. 9255) was appointed as a Scrutinizer for conducting voting by ballot at the meeting and the remote e-voting process in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of the voting at the Meeting first count the votes casted by Ballot at the Meeting, thereafter unblock the votes casted through remote e-voting in the manner provided in the Rules and make, not later than 3 days of the conclusion of the Meeting, a consolidated Scrutinizer's Report of remote e-voting and voting by Ballot at the Meeting, of the total votes casted in favour or against, if any, to the Chairman of the Meeting and the Chairman or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting.

The Members who have already casted their vote by electronic means cannot participate in voting at this Meeting. But, if such member also participates in voting at the meeting then voting done by electronic means shall be treated as valid and the vote casted at the meeting shall be treated as if the Member has not participated in voting at the meeting.



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The Chairman then apprised the Members about the overall performance of the Company during the year under review.

The Notice convening the 68th Annual General Meeting together with the Notes, the Audited Accounts for the financial year ended on 31st March, 2015 and the Directors' Report, having already been circulated to the Members, were taken as read with the general consent of the Members present.

The Auditors' Report for the financial year ended 31st March, 2015, was read by the Company Secretary.

The Company Secretary, with the permission of the Chair informed the Members that, the Company is also providing facility for voting by Ballot at this Meeting for all those members who are present at the Meeting but have not casted their votes by availing the remote e-voting facility. There are multiple items to be transacted at this meeting. Accordingly, the Ballot Papers for voting shall be circulated at the end of discussion of all the business items.

The Chairman then proceeded with the Agenda of the Meeting.

ORDINARY BUSINESS:

1. CONSIDERATION AND ADOPTION OF AUDITED STATEMENT OF PROFIT & LOSS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015 AND THE AUDITED BALANCE SHEET AS AT THAT DATE TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITORS' THEREON:

The Chairman briefed about the operations of the Company during the year under review. He *inter-alia* informed the Members that During the year under review, the Company has registered a growth in revenue by 28% and earned total income of Rs.5,207.94 Million as against Rs.4,059.95 Million in previous year. However, the Company has incurred operating loss of Rs.2,398.93 Million as against operating loss of Rs.2,611.61 Million for the previous year.

However, the total expenses amounted to Rs. 7,643.12 Million as against Rs.6,701.00 Million for the previous year due to operational and other costs.

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In consolidated terms, the Company recorded consolidated revenue of Rs. 5,289.24 Million during the Financial Year 2014-15 as against the consolidated revenue of Rs.4,117.39 Million for the previous year. The Company has incurred a loss of Rs.2,406.62 Million as against loss of Rs. 2,616.93 Million for the previous year.

Before putting the Resolution to vote, the Chairman invited the Members to offer their observations and comments on the Annual Accounts of the Company. The Chairman responded to the queries raised by the Members to their satisfaction.

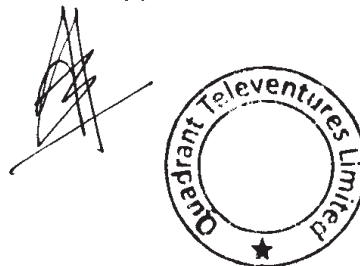
Mr. V. G. Shilvant representing M/s Quadrant Enterprises Private Limited, Member of the Company (DP ID/Client ID No.: IN30028010683973) proposed the following resolution as an **ORDINARY RESOLUTION** and Mr. Amit Dayama, Member of the Company (DP ID/Client ID No.: IN30045080535586) seconded the same.

“RESOLVED THAT the Audited Statement of Profit & Loss for the financial year ended on 31st March, 2015 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon be and is hereby received and adopted.”

2. APPOINTMENT OF DIRECTOR IN PLACE OF MS. MITU MEHROTRA GOEL (DIN: 05188846), WHO RETIRES BY ROTATION AT THIS MEETING AND BEING ELIGIBLE OFFERS HERSELF FOR REAPPOINTMENT:

The Chairman informed the members that, as per the provisions of Section 152(6)(c) of the Companies Act 2013, one-third of such Directors for the time being as are liable to retire by rotation, shall retire from office at every Annual General Meeting. Further, in terms of the Section 152(6)(d) of the Companies Act 2013, the Director(s) who would be liable to retire by rotation would be the one who have been longest in the office since the date of his/her last appointment.

Ms. Mitu Mehrotra Goel, Director of the Company is liable to retire by rotation and being eligible offers herself for re-appointment as Director. Accordingly, Board recommended the re-appointment of Ms. Mitu Mehrotra Goel as Director on the Board of the Company and the same is subject to the approval of members at this meeting.



Mr. Amit Dayama, Member of the Company (DP ID/Client ID No.: IN30045080535586), proposed the following resolution as an **ORDINARY RESOLUTION** and Mr. Laxmi Kant S. Katore, Member of the Company (DP ID/Client ID: IN30045080330160) seconded the same:

“RESOLVED THAT Ms. Mitu Mehrotra Goel, (DIN:05188846) who retires by rotation in this Annual General Meeting and being eligible, offers herself for re-appointment be and is hereby reappointed as Director of the Company.”

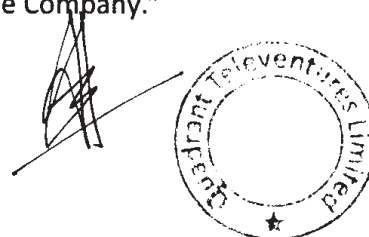
3. RATIFICATION OF APPOINTMENT OF AUDITORS AND TO FIX THEIR REMUNERATION:

The Chairman informed the Members that M/s. Khandelwal Jain & Co., Chartered Accountants, Mumbai (Firm Registration no. 105049W) Auditors of the Company hold office until the conclusion of 72nd Annual General Meeting (subject to ratification by the members at every subsequent Annual General Meeting).

Pursuant to the provisions of Section 139, 142 of the Companies Act, 2013 and the Rules made thereunder, the Board of Directors have recommended the ratification of appointment of the Auditors and the same is subject to the approval of members at this meeting.

Mr. Ganesh Dutt, Member of the Company, (DP ID/Client ID No.: IN30290243502936) proposed the following resolution as an **ORDINARY RESOLUTION** and Mr. Subhash S. Dayama, Member of the Company, (DP ID/Client ID No.: IN30045080159626) seconded the same:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. Khandelwal Jain & Co., Chartered Accountants, Mumbai (Firm Registration No. 105049W) as Statutory Auditors of the Company to hold office from the conclusion of this Meeting, i.e. 68th Annual General Meeting until the conclusion of the 72nd Annual General Meeting (subject to ratification by the Members at every subsequent Annual General Meeting), on such remuneration as shall be fixed by the Board of Directors of the Company.”

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SPECIAL BUSINESS:

4. CONFIRMATION/APPOINTMENT OF MR. VINAY KUMAR MONGA (DIN: 03029345) AS AN INDEPENDENT DIRECTOR:

Mr. Vinay Kumar Monga, Chairman of the meeting being interested in the agenda item hence he requested the members present to Appoint Mr. Babu Mohanlal Panchal, Director to act as Chairman for this agenda of the meeting for his appointment as an Independent Director.

Mr. Babu Mohanlal Panchal, Director was appointed as Chairman by the members for this particular agenda item of the meeting. He took the Chair and requested the Company Secretary to proceed with the Agenda of the Meeting.

The Company Secretary informed the Members that Mr. Vinay Kumar Monga was appointed as Non-Executive Independent Director, pursuant to Clause 49 of the Listing Agreement entered into with BSE Limited ("the Stock Exchange"). He was appointed by the members at the Annual General Meeting of the Company held on 30th September, 2010. In terms of the provisions of Section 149 and other applicable provisions of the Companies Act, 2013, read with the Rules made thereunder, every listed company shall have at least one-third of the total number of directors as independent directors. Further, in terms of the provisions of Clause 49 (II) (A) (2) of the Listing Agreement where the Chairman of the Board is a non-executive director, at least one-third of the Board should comprise of independent directors and in case the company does not have a regular non-executive Chairman, at least half of the Board should comprise of independent directors.

Therefore, with a view to comply with the requirements of the provisions of Section 149 of the Companies Act, 2013 and the provisions of Clause 49 of the Listing Agreement, the Board of Directors thought it fit to appoint Mr. Vinay Kumar Monga as an Independent Director for a period of five consecutive years. Accordingly, the Board of Directors of the Company at its meeting held on 17th October, 2014, have decided to continue the appointment of Mr. Vinay Kumar Monga as an Independent Director to hold office upto a term of five consecutive years from 17th October, 2014, not liable to retire by rotation and and the same is subject to the approval of members at this meeting. .

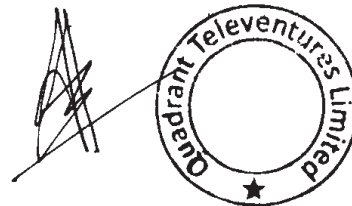
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Mr. N. G. Gade, Member of the Company (DP ID/Client ID No.: IN30045080330209), proposed the following resolution as an **ORDINARY RESOLUTION** and Mr. S. R. Salunke, Member of the Company (DP ID/Client ID No.: IN30045080329557) seconded the same:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Companies Act, 2013, Mr. Vinay Kumar Monga (DIN: 03029345), who was originally appointed by the shareholder as an Independent Director within the meaning of Clause 49 of the Listing Agreement entered into with the Stock Exchange, liable to retire by rotation, and subsequently classified/appointed as an Independent Director within the meaning of the provisions of Section 149 of the Companies Act, 2013, by the Board of Directors of the Company at their meeting held on 17th October, 2014 to comply with the requirement of Companies Act, 2013 and Rules made there under, to hold office upto a term of five consecutive years from 17th October, 2014, and in respect of whom the Company has also received a notice in writing from a member under Section 160 of the Companies Act, 2013, signifying his intention to propose candidature of Mr. Vinay Kumar Monga for the office of Director of the Company, be and is hereby confirmed/appointed as an Independent Director, to hold office upto a term of five consecutive years from 17th October, 2014, not liable to retire by rotation.”

Mr. Babu Mohanlal Panchal said that the agenda item in which Mr. Vinay Kumar Monga was interested has been discussed and shall be placed for voting by ballot at the end of discussion. He then proposed the members for the re-election of Mr. Vinay Kumar Monga as Chairman of the Meeting to continue with remaining items of agenda of the meeting.

Mr. Vinay Kumar Monga was again elected as Chairman of the Meeting and took the chair and proceeded with the remaining Agenda items of the Meeting.



5. RATIFICATION OF REMUNERATION TO COST AUDITORS:

The Chairman informed the members that the Board of Directors of the Company on the recommendation of the Audit Committee, has re-appointed M/s Sanjay Gupta and Associates, Cost Accountant (Firm Registration no. 000212) as the Cost Auditor of the Company to conduct the Audit of the Cost Records of the Company in respect of Telecommunications Services for the financial year commencing from 1st April, 2015 to 31st March, 2016.

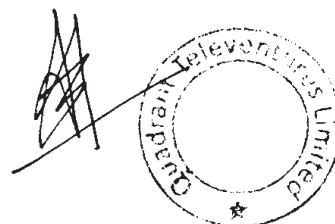
The Board of Directors of the Company, on the recommendation of the Audit Committee, has decided to pay a remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) excluding Service Tax and other Taxes and other out of pocket expenses at actuals to M/s Sanjay Gupta and Associates, for the financial year commencing from 1st April, 2015 to 31st March, 2016.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration to be paid to the Cost Auditors shall be fixed by the Board of Directors of the Company on the recommendation of the Audit Committee and the same has to be subsequently ratified by the Shareholders of the Company at a general body meeting.

Accordingly, consent of the members is sought by way of an Ordinary Resolution for ratification of the remuneration payable to the cost Auditors for the financial year commencing from 1st April, 2015 to 31st March, 2016 and the same is subject to the approval of members at this meeting. .

Mr. Vivek V Ballal, the Member of the Company (DP ID/Client ID.: IN30045080330186), proposed the following resolution as an **ORDINARY RESOLUTION** and Mr. Vishnu A. Mulay, Member of the Company (DP ID/Client ID.: 1302190000030227) seconded the same:

“RESOLVED THAT pursuant to the provisions of Sections 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Sanjay Gupta and Associates, Firm Registration No. 000212, Cost Accountant in Whole-Time practice appointed as the



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Cost Auditor of the Company by the Board of Directors, for conducting the Audit of the Cost Records of the Company for the financial year commencing on 1st April, 2015 at a remuneration of Rs. 1,00,000/- (Rupees One Lac Only) excluding Service Tax, travelling and other out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed.”

The Chairman informed the members that the deliberate discussion has taken place on all agenda items mentioned in the Notice of 68th Annual General Meeting. He then requested the Company Secretary and Mrs. Gayathri Girish, Scrutinizer to conduct the voting by Ballot for all those members who are present at the meeting but have not exercised their right to vote by remote e-voting facility.

The Company Secretary then provided the Register of Members, specimen signatures of members, Attendance Register and Register of Proxies copies of Board Resolutions received from bodies corporate holding shares of the Company.

The Scrutinizer then distributed the Ballot Papers to all those members who are present at the meeting but have not exercised their right to vote by remote e-voting facility. The Scrutinizer then explained the detailed procedure for voting through Ballot.

The Company Secretary further requested the Members to cast their votes on the Ballot Papers for the business items as discussed in the Meeting and put their Ballot Papers in the Ballot Box.

The Scrutinizer then locked and sealed the empty Ballot Box in the presence of the members and proxies. It was further informed that the results of the same will be declared after combining the votes casted electronically and through Ballot.

After the conclusion of voting by Ballot, the Scrutinizer opened the Ballot Box in the presence of Mr. M.S. Bhansali and Mr. S.M. Soni, as witnesses and then counted the votes cast by Ballot and diligently scrutinized the same and thereafter, unblocked the votes cast through remote e-voting in the present of Mr. M.S. Bhansali and Mr. S.M. Soni, who are not in the employment of the Company.

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The Scrutinizer then issued separate Scrutinizer Report(s) on Voting by Ballot in Form MGT – 13 and Remote E-voting on the resolutions contained in the Notice of Annual General Meeting and also issued Consolidated Report of the total votes cast in favour or against, if any, to the Chairman who countersigned the same.

Based on the consolidated Scrutinizer Report the Chairman declared as follows:

Particulars	Particulars
Total Number of Shareholders as on Monday, 21 st September, 2015, the cut-off date/entitlement date for identifying the Shareholders entitled to participate by e-voting process (remote e-voting) or voting by Ballot at AGM.	14,922
Total Number of Outstanding Shares as on the cutoff date/entitlement date i.e. Monday, 21 st September, 2015.	61,22,60,268

Total Voting:

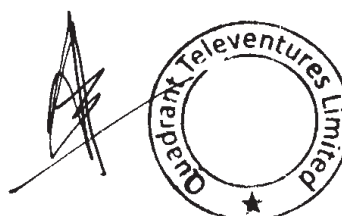
Mode of Voting	Number of Members voted	Number of Votes cast by them	% to total outstanding shares
Votes cast by Ballot	21	12,17,15,771	19.8797
e-voting process (remote e-voting)	33	34,10,87,770	55.7096
Total	54	46,28,03,541	75.5893

Valid Voting:

Mode of Voting	Number of Members whose votes are valid	Number of valid votes cast by them	% to total votes cast by them
Votes cast by Ballot	21	12,17,15,771	100.0000
e-voting process (remote e-voting)	33	34,10,87,770	100.0000
Total	54	46,28,03,541	100.0000

Invalid Voting:

Mode of Voting	Number of Members whose votes are invalid	Number of invalid votes	% to total votes cast by them
Votes cast by Ballot	NIL	NIL	NIL
e-voting process (remote e-voting)	NIL	NIL	NIL
Total	NIL	NIL	NIL



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The Chairman then announced the results of Voting by Ballot and Remote E-Voting as follows:

1. **Ordinary Resolution pursuant to the provisions of Section 129 of the Companies Act, 2013, and the Rules made there under, to consider and adopt the Audited Statement of Profit and Loss for the financial year ended on 31st March, 2015 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon**

Votes in favour of the resolution:

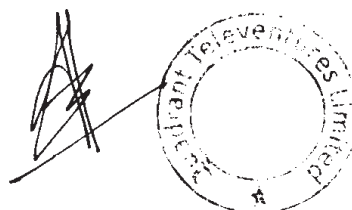
Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	34,10,87,209	99.9998
Voting by Ballot	12,17,15,771	12,17,15,771	100
Total	46,28,03,541	46,28,02,980	99.9999

Votes against the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	561	0.0002
Voting by Ballot	12,17,15,771	NIL	NIL
Total	46,28,03,541	561	0.0001

The Chairman declared that the resolution is passed with requisite majority.

2. **Ordinary Resolution pursuant to the provisions of Section 152 of the Companies Act, 2013, and the Rules made there under, to re-appoint Ms. Mitu Mehrotra Goel (DIN: 05188846), who retires by rotation and offers herself for re-appointment.**



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Votes in favour of the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	34,10,87,209	99.9998
Voting by Ballot	12,17,15,771	12,17,15,771	100
Total	46,28,03,541	46,28,02,980	99.9999

Votes against the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	561	0.0002
Voting by Ballot	12,17,15,771	NIL	NIL
Total	46,28,03,541	561	0.0001

The Chairman declared that the resolution is passed with requisite majority.

3. **Ordinary Resolution pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to ratify appointment of Statutory Auditors of the Company and fix their remuneration.**

Votes in favour of the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	34,10,87,209	99.999
Voting by Ballot	12,17,15,771	12,17,15,771	100
Total	46,28,03,541	46,28,02,980	99.9999

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Votes against the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	561	0.0002
Voting by Ballot	12,17,15,771	NIL	NIL
Total	46,28,03,541	561	0.0001

The Chairman declared that the resolution is passed with requisite majority.

4. **Ordinary Resolution pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Vinay Kumar Monga (DIN: 03029345), as an Independent Director to hold office upto a term of five consecutive years from 17th October, 2014, not liable to retire by rotation.**



Votes in favour of the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	34,10,87,209	99.9998
Voting by Ballot	12,17,15,771	12,17,15,771	100
Total	46,28,03,541	46,28,02,980	99.9999

Votes against the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	561	0.0002
Voting by Ballot	12,17,15,771	NIL	NIL
Total	46,28,03,541	561	0.0001

The Chairman declared that the resolution is passed with requisite majority.

5. Ordinary Resolution pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration of M/s Sanjay Gupta and Associates, Cost Accountant for the financial year ending on 31st March, 2016

Votes in favour of the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	34,10,87,209	99.9998
Voting by Ballot	12,17,15,771	12,17,15,771	100
Total	46,28,03,541	46,28,02,980	99.9999

Votes against the resolution:

Mode of Voting	Total Number of Votes	No of Shares	% of total number of valid votes cast
E-Voting	34,10,87,770	561	0.0002
Voting by Ballot	12,17,15,771	NIL	NIL
Total	46,28,03,541	561	0.0001

The Chairman declared that the resolution is passed with requisite majority.

VOTE OF THANKS:

There being no other business to transact, the Meeting was concluded with a vote of thanks to the Chair.

PLACE: New Delhi
DATE: October 27, 2015


CHAIRMAN

