

September 27, 2017

The Secretary  
Corporate Relations Department,  
BSE Limited,  
P. J. Towers, Dalal Street,  
Mumbai - 400 001

**Sub.: Proceedings/Minutes of the Postal Ballot**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find enclosed herewith copy of the Proceedings / Minutes of Postal Ballot results declared on September 1, 2017.

We request you to kindly take the same on record.

Thanking you,

Yours truly,

For **QUADRANT TELEVENTURES LIMITED**

(AMIT VERMA)

COMPANY SECRETARY

MEMBERSHIP NO. A27981



Encl.: As above,

**QUADRANT TELEVENTURES LIMITED**

**Corporate Identification Number : L00000MH1946PLC197474**

**Corporate Office :** B-71, Phase-VII, Industrial Focal Point, Mohali - 160 055 (Punjab) India.

Tel : +91-172-5090000 Fax : +91-172-5090125

**Regd. Office :** Autocars Compound, Adalat Road, Aurangabad - 431 005 (Maharashtra) India.

Tel : +91-240-2320750-51, [www.connectzone.in](http://www.connectzone.in)

QUADRANT TELEVENTURES LIMITED

MINUTE BOOK

MINUTES OF THE DECLARATION OF RESULT OF THE POSTAL BALLOT HELD ON 1<sup>ST</sup> SEPTEMBER, 2017 AT 3.40 PM AT THE REGISTERED OFFICE OF THE COMPANY AT AUTOCARS COMPOUND, ADALAT ROAD, AURANGABAD – 431005 (MAHARASHTRA)

It is hereby recorded as follows:

The Board of Directors ('Board') in its meeting held on 29<sup>th</sup> June, 2017, approved the proposal for conducting the Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) for passing the Resolution(s) by Postal Ballot in respect of the Special Business to sell, transfer, lease/ slump sale or otherwise dispose-off GSM Business Assets of the Company.

The Board had appointed Ms. Gayathri R. Girish, Practicing Company Secretary as a Scrutinizer for conducting the Postal Ballot (Physical and E-voting) process in a fair and transparent manner.

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 Companies (Management and Administration) Rules, 2015, the Company had offered e-voting through Central Depository Services (India) Limited (CDSL) to all its shareholders / beneficial holders of shares in the depositories to enable them to cast their votes electronically instead of exercising their votes by physical postal ballot forms.

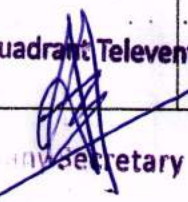
The Postal Ballot Notice along with the Ballot Paper and self-addressed postage prepaid envelopes were sent by the permitted mode to all those Shareholders whose email addresses were not registered with the Company / Depository Participants and by electronic mode to all those shareholders who have registered their email address with the Company / Depository Participants. The Cut-off date for determining the Shareholders / List of beneficial owners who were entitled to receive postal ballot notice was fixed as 23<sup>rd</sup> June, 2017.

By newspaper advertisement published in "Financial Express" (in all edition, in English) and in Loksatta (Aurangabad Edition, in Marathi) on July 30, 2017, the Shareholders were informed about the completion of dispatch of Postal Ballot Notice & Ballot Forms along with pre-paid business reply envelopes and appointment of Ms. Gayathri R Girish, Practicing Company Secretary as a Scrutinizer. Further, the shareholders were also intimated regarding the period upto which voting can be done, i.e. from Monday, 31<sup>st</sup> July, 2017 at 9.00 A.M. to Tuesday, 29<sup>th</sup> August, 2017 till 5.00 P.M.. Postal Ballots received after the said date and time will be treated as if the reply from the Shareholder had not been received.



CHAIRMAN'S  
INITIALS

For Quadrant Televentures Limited



Secretary



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After due scrutiny of all the postal ballot forms/e-voting received upto 5.00 P.M. on Tuesday, 29<sup>th</sup> August, 2017 (being the last date fixed for receipt of duly filled postal ballot forms). The Scrutinizer submitted her final report on Friday, 1<sup>st</sup> September, 2017.

On the basis of the report of the Scrutinizer, Mr. Arvind Somani, Chairman of Annual General Meeting declared the results of the Postal ballot/ e-voting on 1<sup>st</sup> September, 2017 at the Annual General Meeting of the Company. The date of declaration of results of Postal ballot/ e –voting has been taken as the date of passing of the resolution.

The result of Postal ballot /e-voting was placed at the website of the Company and also on the website of CDSL, the details of the resolution passed are as under:-

**To Sale or Dispose-off the GSM Business Assets of the Company, subject to necessary approvals**

Particulars	Number of Valid Votes Received	Votes in favour	% of voting in favour	Votes Against	% of voting Against	Abstain from Voting (No. of Shares)
Special Resolution	444,997,605	444,997,605	100%	Nil	0%	Nil

The Special Resolution approved by the members through Postal Ballot is as under:

**"RESOLVED THAT** that pursuant to Section 180(1)(a) of the Companies Act, 2013 read with the relevant Rules made thereunder and other applicable provisions if any, of the Companies Act, 2013 along with the rules made there under, Memorandum and Articles of Association of the Company, the Listing Agreements, and other applicable provisions, if any, of the Securities and Exchange Board of India, and any other law for the time being in force and subject to such approvals, consents, permissions and sanctions as may be necessary to be obtained from appropriate government authorities including but not limited to the Government of India, the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI") and other competent authorities, and subject to the necessary approvals, permissions, sanctions and consents as may be required from any regulatory and other appropriate authorities (including but not limited to the SEBI, Corporate Debt Restructuring Empowered Group (CDR-EG), RBI, the Government of India etc.) and all such other approvals (including approvals of the existing lenders of the Company, if any) and subject to such terms conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be stipulated by any authority while granting such approvals, consents, permissions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall unless repugnant to the context or meaning thereof, be deemed to include a duly constituted Committee thereof and any person authorized by the Board in this behalf), consent of the members of the Company be and is hereby accorded to the Board to sell,

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For Quadrant Televentures Limited

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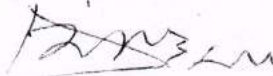
transfer, dispose, or cause to be sold, disposed, transferred and delivered the GSM Assets owned by the company (hereinafter referred to as the "GSM Assets") together with its respective assets and liabilities including all licenses, approvals, and permits of whatsoever nature related to the GSM Assets, whether partially or fully as a going concern, and on an "as is where is" basis whether on a slump sale basis or otherwise, at and for such consideration on the terms and conditions as the Board may deem fit;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto."

*Since out of the total valid vote polled, 100% of the votes were casted in favor of the resolution, the above Special resolution was declared to have been passed with requisite majority and deemed to have been passed at the Annual General Meeting of the Company.*

PLACE: AURANGABAD

DATE: 23/09/2017



CHAIRMAN OF ANNUAL GENERAL MEETING

For Quadrant Televentures Limited

Company Secretary



CHAIRMAN'S  
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For Quadrant Televentures Limited

Company Secretary