

**SCRUTINIZER(S) REPORT ON POSTAL BALLOT
INCLUDING VOTING BY ELECTRONIC MEANS**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To,
The Board of Directors
QUADRANT TELEVENTURES LIMITED
AUTOCARS COMPOUND, ADALAT ROAD
AURANGABAD - 431005

Dear Sir,

I, Kanchan A. Kakade, Company Secretary in Whole-Time Practice, Certificate of Practice No.: 11999, appointed as Scrutinizer by the Board of Directors of the Company in terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22(5) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot including voting by electronic means and ascertaining requisite majority on Postal Ballot including voting by electronic means carried out in respect of the resolutions as set out in the Notice of Postal Ballot dated 7th August, 2014.

Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through Postal Ballot including voting by electronic means on the resolutions contained in Notice of Postal Ballot dated 7th August, 2014. My responsibility as a Scrutinizer for Postal Ballot including voting by electronic means is restricted to make a Scrutinizer's Report of votes cast "In Favour" or "Against" the resolutions stated above, based on the Reports generated from voting by electronic means provided by Central Depository Services India Limited ("CDSL") the Authorised Agency engaged by the Company to providing voting by electronic means and information available/downloaded from CDSL website www.evotingindia.com and based on the Scrutiny of Postal Ballot Forms received through Post and verified based on the data provided by Cameo Corporate Services Limited, Registrar and Share Transfer Agents of the Company.

Further, to the above, I hereby submit Scrutiny Report of Postal Ballot including voting by electronic means:

1. The Company fixed Monday, 4th August, 2014, as the cut-off date/entitlement date for identifying the Shareholders entitled to participate for voting through Postal Ballot including voting by electronic means. Accordingly, the Company on 11th August, 2014 completed the dispatch of Notice of Postal Ballot together with Postal Ballot Form and Business Reply Envelope by the permitted mode, to all the members and all other persons who are entitled to receive the same.
2. All the Postal Ballot Forms received upto 5.00 P.M. on Wednesday, 10th September, 2014, the last date and time fixed by the Company for receipt of the Postal Ballot Forms through Post were considered for my Scrutiny.



3. Envelopes containing Postal Ballot Forms received after 5.00 P.M. on Wednesday, 10th September, 2014, were not considered for my scrutiny and treated as if reply from the Shareholder has not been received.
4. The Postal Ballot Envelopes were opened during 12th August, 2014 till 11th September, 2014 in my presence and Postal Ballot Forms were diligently scrutinized. The Postal Ballot Forms were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
5. The Postal Ballot Forms, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. Particulars of all Postal Ballot Forms received from the members have been entered in a register maintained for this purpose.
7. The E-voting period remained opened from Tuesday, 12th August, 2014 (9.00 A.M.) to Wednesday, 10th September, 2014 (5.00 P.M.) both days inclusive.
8. As stated above, the E-Voting period ended on Wednesday, 10th September, 2014 (5.00 P.M.). The Votes cast by electronic means were unblocked by me in presence of two witnesses Mr. Mohan Nair and Mr. J. K. Agrawal, who are not in the employment of the Company.
9. Where any Member has exercised voting both through Postal Ballot and also through electronic mode, then voting done through electronic mode has been treated as valid and such Postal Ballot Form have been treated as if reply from the Shareholder has not been received.
10. In terms of the provisions of Section 110 of the Companies Act, 2013, read with Rule 22(10) of the Companies (Management and Administration) Rules, 2014 I have maintained the Register electronically to record shareholders asset or dissent received.
11. The details of Voting through Postal Ballot including voting by electronic means are as under:

Particulars	Particulars
Total Number of Shareholders as on Monday, 4 th August, 2014, the cut-off date/entitlement date for identifying the Shareholders entitled to participate for voting through Postal Ballot including voting by electronic means	15,178
Total Number of Outstanding Shares as on Monday, 4 th August, 2014	61,22,60,268

Total Voting:

Mode of Voting	Number of members voted	Number of votes cast by them	% of votes polled on outstanding shares
Postal Ballot Form	24	74,444	0.01
Electronic Voting	29	327,151,117	53.43
Total	53	327,225,561	53.44



Valid Voting:

Mode of Voting	Number of members whose votes are valid	Number of valid votes cast by them	% to total votes polled
Postal Ballot Form*	17	66,020	0.02
Electronic Voting	29	32,71,51,117	99.98
Total	46	32,72,17,137	100.00

Invalid Voting:

Mode of Voting	Number of members whose votes are invalid	Number of invalid votes	% to total votes polled
Postal Ballot Form	7	8,424	0.00
Electronic Voting	Nil	Nil	0.00
Total	7	8,424	0.00

Break-up of Invalid Voting:

Particulars	Number of members whose votes are invalid	Number of invalid votes
Postal Ballot Form received without exercising voting right and without signature	Nil	Nil
Incorrect Voting	Nil	Nil
Member has not put any tick mark on either in Favour or Against the Resolution and only put his signature	1	129
Signature mismatch	6	8,295
Member has put tick mark on either in Favour or Against the Resolution but Postal Ballot Forms are not signed	Nil	Nil
Postal Ballot Form received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either member or the number of votes	Nil	Nil
Total	7	8,424



Agenda wise voting details are as under:

- (1) **Special Resolution** - Special Resolution under Section 180(1)(c) of the Companies Act, 2013, for authorizing the Board of Directors of the Company to borrow money/moneys upto an amount not exceeding Rs. 5,000 Crores.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	15	15,020	0.00
Electronic Voting	23	326,716,592	99.85
Total	38	326,731,612	99.85

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	2	51,000	0.02
Electronic Voting	6	4,34,525	0.13
Total	8	4,85,525	0.15

(iii) Abstain from voting:

Mode of Voting	Number of members	Number of votes held by them	% to total number of valid votes cast for resolution
Postal Ballot Form	1	129	0.00
Electronic Voting	0	0	0.00
Total	1	129	0.00

(iv) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- (2) **Special Resolution-** Special Resolution under Section 180(1)(a) of the Companies Act, 2013, for authorizing the Board of Directors to sell, lease, mortgage, or otherwise dispose off the whole or substantially the whole of undertaking of the Company upto an amount not exceeding Rs.5,000 Crores.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	14	12,020	0.00
Electronic Voting	22	32,67,14,592	99.85
Total	36	32,67,26,612	99.85

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	2	51,000	0.02
Electronic Voting	7	4,36,525	0.13
Total	9	4,87,525	0.15

(iii) Abstain from voting:

Mode of Voting	Number of members	Number of votes held by them	% to total number of valid votes cast for resolution
Postal Ballot Form	2	3,129	0.00
Electronic Voting	0	0	0.00
Total	2	3,129	0.00

(iv) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- (3) **Special Resolution** - Special Resolution under Section 186 of the Companies Act, 2013, for authorizing the Board of Directors to make investments, extend guarantee, provide security, make intercorporate loans upto an amount not exceeding Rs.500 Crores.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	14	12,020	0.00
Electronic Voting	22	32,67,16,560	99.85
Total	36	32,67,28,580	99.85

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% to total number of valid votes cast for resolution
Postal Ballot Form	2	51,000	0.02
Electronic Voting	7	4,34,557	0.13
Total	9	4,85,557	0.15

(iii) Abstain from voting:

Mode of Voting	Number of members	Number of votes held by them	% to total number of valid votes cast for resolution
Postal Ballot Form	2	3,129	0.00
Electronic Voting	0	0	0.00
Total	2	3,129	0.00

(iv) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



12. In terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22(11) of the Companies (Management and Administration) Rules, 2014 the Postal Ballot Forms and all other papers relating to Postal Ballot including voting by electronic means shall be under my safe custody till the chairman/director considers, approves and signs the minutes and thereafter, I shall return the Postal Ballot Forms and all other papers relating to Postal Ballot including voting by electronic means and Register maintained under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, to the Company who shall preserve such Ballot Papers and other related papers and register safely.

You are kindly requested to acknowledge the receipt.

Thanking you,

Yours truly,

Signature
Name
Designation
CP No.

: *K. A. Kakade*
: KANCHAN A. KAKADE
: COMPANY SECRETARY
IN WHOLE-TIME PRACTICE
: 11999



Place: Aurangabad
Date: 12th September, 2014