ANNUAL REPORT 2015-2016

TATA

TATA TELESERVICES (MAHARASHTRA) LIMITED

TATA DOCOMO

TATA TELESERVICES (MAHARASHTRA) LIMITED

Year on Year Performance - Last Ten Years

(Rs. in Crores)

Particulars	**2015-16**	**2014-15**	**2013-14**	**2012-13**	**2011-12**	**2010-11**	**2009-10**	**2008-09**	**2007-08**	**2006-07**
Income from Telecommunication	2,915.12	2,836.69	2,649.43	2,608.16	2,470.25	2,248.74	2,069.10	1,941.68	1,707.19	1,406.98
Earnings Before Interest, Depreciation, Tax and Amortisation	843.23	646.46	614.30	500.63	548.83	1,146.77 *	540.51	593.18	485.55	302.60
Profit / (Loss) before Extraordinary/ Exceptional Items and Tax	(468.51)	(615.25)	(560.08)	(658.77)	(517.55)	49.91	(298.00)	(158.39)	(124.81)	(315.39)
Extraordinary/ Exceptional Items	29.45	-	-	-	-	-	-	-	-	(5.48)
Profit / (Loss) after tax	(497.96)	(615.25)	(560.08)	(658.77)	(517.55)	49.90	(298.01)	(159.60)	(125.74)	(310.61)
End of Period Subscribers (Nos. in Thousands)	10,702	11,119	10,578	10,534	14,127	16,852	13,000	7,495	5,079	3,074

* Including Rs.834.93 Crores towards profit on sale of wholly owned tower subsidiary

BOARD OF DIRECTORS

Mr. Kishor A. Chaukar *(Chairman)*
Prof. Ashok Jhunjhunwala
Mr. D. T. Joseph
Ms. Hiroo Mirchandani
Mr. Govind Sankaranarayanan
Mr. N. Srinath *(Managing Director)*
Mr. Nadir Godrej *(resigned w.e.f. September 23, 2015)*

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Kiran Thacker

STATUTORY AUDITORS

Deloitte Haskins & Sells LLP
Chartered Accountants,
Indiabulls Finance Centre, Tower 3,
32nd Floor, Senapati Bapat Marg,
Elphinstone (W),
Mumbai - 400 013.

INVESTOR SERVICES

Mr. Hiten Koradia
Manager – Investor Relations
e-mail: investor.relations@tatatel.co.in

REGISTRAR & SHARE TRANSFER AGENTS

TSR Darashaw Limited
6-10, Haji Moosa Patrawala Industrial Estate,
20, Dr. E. Moses Road,
Near Famous Studio, Mahalaxmi,
Mumbai – 400 011.
Tel: 91 22 6656 8484
Fax: 91 22 6656 8494 / 8496
Email: csg-unit@tsrdarashaw.com
Website: www.tsrdarashaw.com

REGISTERED OFFICE

Voltas Premises, T. B. Kadam Marg,
Chinchpokli, Mumbai – 400 033.
Tel: 91 22 6667 1414
Fax: 91 22 6660 5335
Website: www.tatateleservices.com

DEBENTURE TRUSTEE

IDBI Trusteeship Services Limited
Asian Building, Ground Floor,
17, R. Kamani Marg, Ballard Estate,
Mumbai – 400 001.

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Twenty First Annual General Meeting of Tata Teleservices (Maharashtra) Limited will be held on Friday, August 26, 2016 at 1430 hours at "Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai – 400 021

The Annual Report can be accessed at the Company's website www.tatateleservices.com

NOTICE

Notice is hereby given that the Twenty First Annual General Meeting of Tata Teleservices (Maharashtra) Limited (the "Company") will be held on **Friday, August 26, 2016** at 1430 hours at "Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai – 400 021 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Mr. N. Srinath (DIN: 00058133), who retires by rotation and being eligible, offers himself for re-appointment.

3. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Accounts) Rules, 2014, as amended from time to time, Deloitte Haskins & Sells LLP, Chartered Accountants, having Registration No. 117366W/W-100018, retiring Auditors of the Company, be and are hereby re-appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on a remuneration as mutually agreed between the Board of Directors and the Auditors."

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provision of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications thereof for the time being in force), remuneration of Rs. 2,00,000/- plus out of pocket expenses not exceeding 10% of the remuneration payable to M/s. Sanjay Gupta & Associates, Cost Accountants, having Firm Registration Number 000212, who are appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost accounting records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014 for the financial year ending on March 31, 2017, be and is hereby ratified and approved;

   RESOLVED FURTHER THAT the Board of Directors (which expression shall be deemed to include any Committee/s thereof), be and is hereby authorized to do all acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for the purpose of giving effect to this Resolution, including without limitation to settle any question, difficulty or doubt that may arise in this regard."

Registered Office:
Voltas Premises,
T. B. Kadam Marg,
Chinchpokli,
Mumbai – 400 033.
CIN: L64200MH1995PLC086354
Website: www.tatateleservices.com
e-mail: investor.relations@tatatel.co.in
Tel: 91 22 6667 1414
Fax: 91 22 6660 5335

By order of the Board
For **Tata Teleservices (Maharashtra) Limited**

Kiran Thacker
Company Secretary

Place: Mumbai
Date: June 25, 2016

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY(IES), TO ATTEND AND VOTE AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER**.

   An instrument appointing a proxy in order to be effective should be completed and deposited at the Registered Office of the Company not less than **48 hours** before the commencement of the Meeting.

2. A person appointed as proxy, can act as a proxy for not exceeding fifty Members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.

3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act"), in respect of the Special Business is annexed hereto and forms part of this Notice.

4. The relevant details of Director seeking re-appointment, as required under Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") is annexed herewith.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, August 22, 2016 to Friday, August 26, 2016 (both days inclusive).

6. Members are entitled to hold their shares in dematerialized ("Demat") form. Those Members who are holding shares in physical form are requested to dematerialize their shares by approaching any of the Depository Participant(s). In case any Member wishes to dematerialize his/her/its shares and needs any assistance, he/she/it may write to the Registrar & Transfer Agents of the Company at csg-unit@tsrdarashaw.com and/or to the Investor Relations Officer of the Company at investor.relations@tatatel.co.in.

7. Electronic copy of the Annual Report for financial year 2015-16 and the Notice of 21st Annual General Meeting ("AGM") alongwith Attendance Slip and Proxy Form are being sent to all the Members whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies of the Annual Report for FY 2015-16 and the Notice alongwith Attendance Slip and Proxy Form are being sent by the permitted mode. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agents/Depositories.

8. Members may note that the Notice of the AGM of the Company and the Annual Report for financial year 2015-16 will also be available on the website of the Company www.tatateleservices.com and on the website of National Securities Depository Limited ("NSDL") www.evoting.nsdl.com.

9. As mandated by the Securities and Exchange Board of India (SEBI), Members holding shares in electronic form are requested to submit their Permanent Account Number ("PAN") details to their respective Depository Participants and Members holding shares in physical form are requested to submit the PAN details to the Company or its Share Registrar and Transfer Agents.

10. A route map giving directions to reach the venue of the AGM is given at the end of the Notice.

11. **Updation of Members' Details**:

    The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act requires the Company/Registrar and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing the additional details is appended at the end of the Annual Report. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrar and Share Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant(s).

12. **Process and manner of voting through Electronic Means:**

A. In compliance with the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is providing facility for voting by electronic means and the business may be transacted through such voting. Accordingly, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by NSDL, on all the resolutions set forth in this Notice.

B. In case a Member receives an e-mail from NSDL (for Members whose e-mail addresses are registered with the Company/Depository Participant(s)):

   i. Open the attached PDF file viz. "**TTML-eVoting.pdf**" giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password. The said pdf file contains your "User ID" and "Password for e-voting". Please note that the password is an initial password.

   ii. Launch internet browser by typing the URL **https://www.evoting.nsdl.com**

   iii. Click on "Shareholder - Login".

   iv. Insert User ID and password as initial password noted in step (i) above and click Login.

   v. The Password Change Menu will appear on your screen. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Kindly take note of your new password for all future purposes. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

   vi. If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote.

   vii. Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.

   viii. Select e-voting EVENT Number ("EVEN") of "Tata Teleservices (Maharashtra) Limited".

   ix. Now you are ready for "e-Voting" as "Cast Vote" page opens.

   x. Cast your vote by selecting appropriate option "For" or "Against" and click on "SUBMIT". A confirmation box will be displayed. Click "OK" to confirm or "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.

   xi. Upon confirmation, the message "Vote cast successfully" will be displayed.

xii. If you wish to log out after voting on a few resolutions and continue voting for the balance resolutions later, you may click on "RESET" for those resolutions for which you have not yet cast the vote.

xiii. Institutional/Corporate shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to **evoting@mehta-mehta.com** with a copy marked to evoting@nsdl.co.in.

xiv. In case of any queries, you may refer the Frequently Asked Questions (FAQs) – Shareholders and e-voting user manual – Shareholders, available at the downloads section of www.evoting.nsdl.com or contact Mr. Rajiv Ranjan, Asst. Manager, NSDL, Trade World, 'A' wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 at his designated email id i.e., evoting@nsdl.co.in or rajivr@nsdl.co.in or Tel. No. 91 22 2499 4738 / 1800-222-990.

C. In case a Member receives physical copy of the Notice of AGM (for Members whose e-mail addresses are not registered with the Company/Depositories Participant(s) or requesting physical copy):

i. Initial password is provided on the Attendance Slip sent alongwith the AGM Notice.

ii. Please follow all steps from Sr. No. B (ii) to Sr. No. B (xiv) above, to cast vote.

D. Other Instructions:

i. The facility of voting by ballot/polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to cast their vote at the meeting.

ii. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not have right to cast their vote again.

iii. The remote e-voting period commences on Monday, August 22, 2016 (0900 hours) ends on Thursday, August 25, 2016 (1700 hours). During this period, Members of the Company, holding shares either in physical form or in dematerialized form as on Friday, August 19, 2016 (the "cut-off date"), may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, he/she shall not be allowed to change it subsequently.

iv. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e., Friday, August 19, 2016, only shall be entitled to avail the facility of voting either through remote e-voting or voting at the AGM through ballot/polling paper.

v. Any person who acquires shares of the Company and becomes a Member after dispatch of the Notice and holding shares as of the cut-off date i.e., Friday, August 19, 2016, may obtain the login ID and password by sending request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting, then he/she can use his/her existing user ID and password for casting his/her vote.

vi. Ms. Dipti A. Mehta (Membership No. FCS 3667), Partner, Mehta & Mehta, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting through ballot/polling paper in a fair and transparent manner.

vii. A Member can opt for only one mode of voting i.e., either through remote e-voting or by ballot/polling paper. If a Member casts votes by both modes, then voting done through remote e-voting shall prevail and voting done through ballot/polling paper shall be treated as invalid.

viii. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other Director authorised in this behalf, who shall countersign the same.

ix. The Chairman or any other Director authorized in this behalf shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the results of the voting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.tatateleservices.com and on the website of NSDL www.evoting.nsdl.com immediately after the results are declared by the Chairman or any other Director so authorised. Simultaneously, the same will also be communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

The Board of Directors at its meeting held on June 25, 2016, on the recommendation of the Audit Committee, has approved the appointment of M/s. Sanjay Gupta & Associates as Cost Auditors for auditing the cost accounting records in respect of the services covered under the Companies (Cost Records and Audit) Rules, 2014 of the Company for the financial year 2016-17 at a remuneration of Rs. 2,00,000/- plus out of pocket expenses incurred in connection with the said audit but not exceeding 10% of the remuneration.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, remuneration of Cost Auditor of the Company is required to be ratified and approved by the Members of the Company. Accordingly, the consent of the Members by way of an ordinary resolution is sought for the ratification of the remuneration payable to M/s. Sanjay Gupta & Associates.

M/s. Sanjay Gupta & Associates, Cost Accountants, have certified that they are eligible for appointment as Cost Auditors, free from any disqualifications, are working independently and maintaining arms length relationship with the Company.

The Board commends the Ordinary Resolution at Item No. 4 of the Notice for ratification and approval by the Members.

None of the Directors, Key Managerial Personnel and/or their respective relatives are in any way concerned or interested in the resolution mentioned at Item No. 4 of the Notice.

Registered Office:
Voltas Premises,
T. B. Kadam Marg,
Chinchpokli,
Mumbai – 400 033.
CIN: L64200MH1995PLC086354
Website: www.tatateleservices.com
e-mail: investor.relations@tatatel.co.in
Tel: 91 22 6667 1414
Fax: 91 22 6660 5335

By order of the Board
For **Tata Teleservices (Maharashtra) Limited**

Kiran Thacker
Company Secretary

Place: Mumbai
Date: June 25, 2016

Important Communication to Members

Members holding shares in electronic mode are requested to update their e-mail address with their respective Depository Participant and for Members holding shares in physical mode are requested to provide their e-mail address to the Company at investor.relations@tatatel.co.in or to the Registrar and Share Transfer Agent at csg-unit@tsrdarashaw.com, so as to allow the Company to serve the documents in electronic mode.

Request to the Members

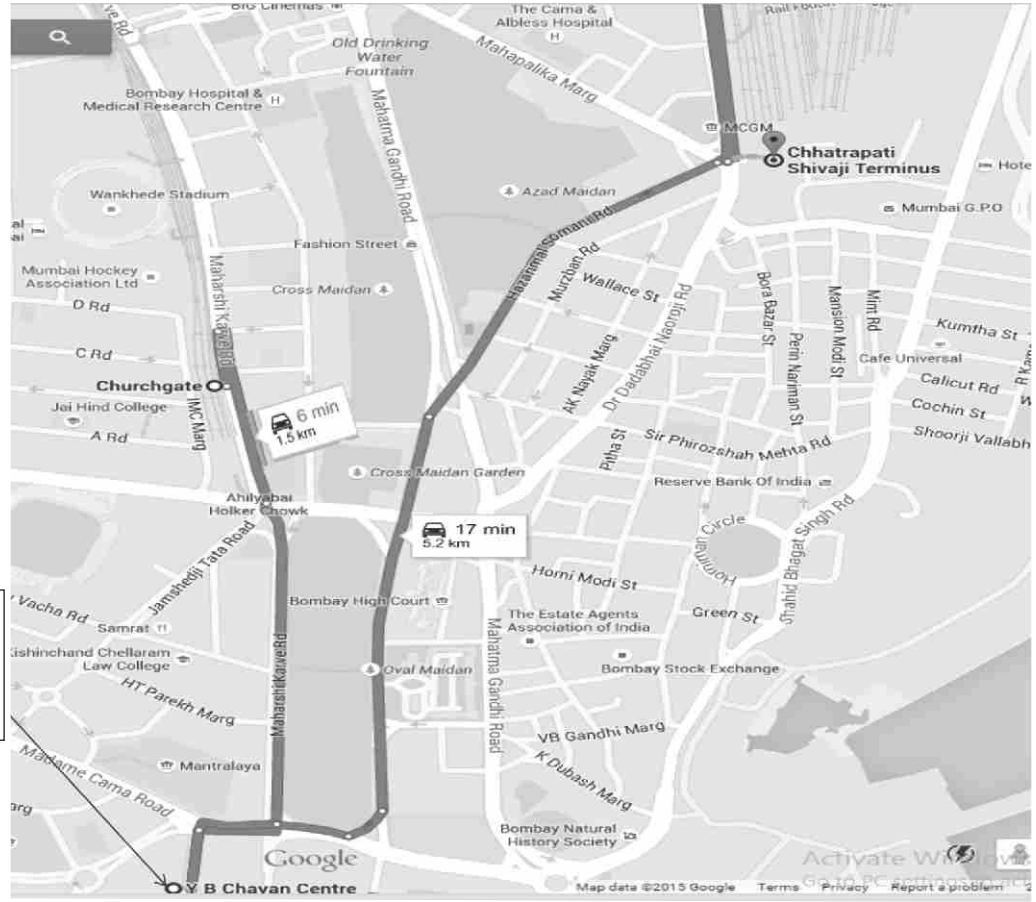
Members are requested to send their question(s), if any, to the Company Secretary / Chief Financial Officer at the Registered Office address of the Company or e-mail at investor.relations@tatatel.co.in in advance so that the answers/details can be kept ready at the Annual General Meeting.

Details of Director as on the date of this Notice seeking Re-appointment at the Annual General Meeting ("AGM")

(Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Director	Mr. N. Srinath	
Date of Birth	July 8, 1962	
Age	53	
Date of Appointment	February 1, 2011 (Last re-appointed by the Shareholders at the AGM held on September 25, 2014 w.e.f. February 1, 2014)	
Qualifications	Mechanical Engineering from IIT (Chennai) and a Management Degree from IIM (Kolkata)	
Experience	30 years of experience within the Tata Group and has held positions in Project Management, Sales & Marketing, and Management in different Tata companies in the ICT sector	
Terms and conditions of appointment	As per the resolution passed at the AGM of the Shareholders held on September 25, 2014	
Remuneration sought to be paid	No remuneration shall be paid	
Last remuneration drawn during the year 2015-16	Nil	
Number of Board meetings attended during the year	Held	Attended
	5	4
Expertise in specific functional area	High-technology areas such as Process Automation and Control, Information Technology and Telecommunication	
Number of shares held in the Company (including held by the dependents)	Nil	
Directorships held in other companies	Tata Teleservices Limited Tata Communications Limited Tata Business Support Services Limited Honeywell Automation India Limited ATC Telecom Infrastructure Private limited Tata Communications International Pte. Ltd., Singapore VSNL SNO SPV Pte. Ltd., Singapore Neotel (Pty) Limited, South Africa SEPCO Communications (Proprietary) Limited, South Africa	
Memberships/Chairmanships of Statutory Committees across companies	**Audit Committee:** Honeywell Automation India Limited (Member) **Nomination and Remuneration Committee:** Tata Business Support Services Limited (Member) Honeywell Automation India Limited (Chairman) ATC Telecom Infrastructure Private limited (Member) **Corporate Social Responsibility Committee:** Tata Teleservices Limited (Member) Honeywell Automation India Limited (Member)	
Relationship with other Directors	None	

The route map of the AGM venue is given below:



Y B Chavan Centre
General Jagannathrao Bhosle Road,
Nariman Point,
Opp. Mantralaya,
Mumbai - 400 021.

DIRECTORS' REPORT

Dear Members,

Your Directors present 21st Annual Report on the business and operations of Tata Teleservices (Maharashtra) Limited ("TTML"/ the "Company"), together with the audited financial statements for the year ended March 31, 2016 and other accompanying reports, notes and certificates.

COMPANY OVERVIEW

TTML holds two Unified Access Service Licences ("UASL"), one for Mumbai Metro service area and the other for Maharashtra service area i.e., Rest of Maharashtra and Goa. The Company is an integrated player across:

Technologies - Wireline, Code Division Multiple Access ("CDMA"), Global System for Mobile ("GSM") & 3G;

Products - Voice, Data & Other enterprise services (Connectivity and Managed services, Verticals based mobile applications and Cloud services); and

Customer segments – Retail, Large corporate and Small & medium enterprises.

The Company provides its range of products and services to about 10.7 Million (wireline + wireless) subscribers under the 'Tata DOCOMO' brand. Its network consists of about 14,000 Base Transceiver Stations and optical fibre transmission network about 15,000 kms, in Mumbai and Maharashtra service areas.

FINANCIAL RESULTS

The financial highlights of the Company for the year ended March 31, 2016 are as follows:

(Rs. in Crores)

Particulars	2015-16	2014-15
Total Revenue	**3,025**	**2,939**
Expenditure	2,182	2,293
Earnings before Interest, Depreciation, Tax and Amortization ("EBITDA")	**843**	**646**
Finance & Treasury charges including foreign exchange impact	755	650
Depreciation / Amortization	557	611
Profit/(Loss) before Exceptional Items and Tax	**(469)**	**(615)**
Exceptional Items	29	-
Profit/(Loss) after Tax	**(498)**	**(615)**

The Company reported total revenue at Rs. 3,025 Crores as compared to Rs. 2,939 Crores in the previous year representing a growth of about 2.9%.

The Company witnessed a 30.4% growth in EBITDA at Rs. 843 Crores as against Rs. 646 Crores in the previous year. There was a significant improvement in the EBITDA margin to 28% from 22% in the previous year.

The revenue and EBITDA are not fully comparable to last year as this year's figures have an impact of change in Interconnect Usage Charges ("IUC") on incoming traffic due to change in IUC regulations effective from March 2015.

Net loss before exceptional items during the year was Rs. 469 Crores. However, in view of the expiry of telecom licences in September 2017, the Company has recorded a provision for impairment of CDMA fixed assets of Rs. 29 Crores which is recognized as an exceptional item. The reported net loss for the Company was Rs. 498 Crores. The accumulated losses of the Company at the end of the financial year have exceeded its paid-up equity share capital and reserves.

KEY DEVELOPMENTS DURING 2015-16

Industry developments

The year saw some positive developments in the sector primarily aimed towards moving to a regulatory regime which enables most efficient use of spectrum. For the last couple of years the demand for spectrum especially contiguous spectrum has gone up significantly on the backdrop of growth of data services and lack of enough spectrum available with individual operators to run optimal networks. Some of the key developments during the year are:

1. Spectrum sharing: Department of Telecommunication ("DoT") during the year issued spectrum sharing guidelines wherein two operators can share spectrum in any band as well as of both types i.e., acquired through auction as well as administratively allotted spectrum (by paying One Time Spectrum Charges).

2. Spectrum trading: DoT during the year issued spectrum trading which permits an outright sale, transfer of spectrum from one operator to another. Spectrum acquired through an auction can be traded only post two years of the auction.

3. Liberalization: As per the DoT guidelines, now telecom service providers can get their administratively allotted spectrum in 800 MHz and 1800 MHz bands converted to liberalized spectrum for the remaining validity of their licences after payment of auction determined price on a pro-rata basis.

4. Spectrum auction 2016: Telecom Regulatory Authority of India ("TRAI") released its recommendations on reserve prices for spectrum to be auctioned in 2016. The most encouraging aspect of the upcoming auctions for the

telecom service providers is the expected high quantum of spectrum to be available across all bands, namely 700 MHz, 800 MHz, 1800 MHz, 2100 MHz, 2300 MHz and 2500 MHz. Government has taken initiatives to harmonize spectrum which is likely to result in availability of more spectrum and also helping service providers make their existing spectrum contiguous.

The abovementioned developments are very encouraging signs for the sector. There have also been some early signs of consolidation in the industry. Together this presents a unique opportunity for telecom service providers in India, who have been facing hyper competition and low spectrum availability in the past.

Company's initiatives

During the year, the Company enhanced its segmented customer engagement analytics and delivery platform that recommends personalized plans to users based on their usage trends and communication needs. The concept of customized offers and the inherent value in it for consumers was brought to life through the “Har Baar More” marketing campaign.

Understanding that telecom connectivity is the lifeblood of modern life, the Company created an innovative product that allows users to take talk time from us on credit and avoid usage interruption in case they run out of prepaid balance. This product innovation demonstrated the commitment to ensure that the Company's users have a great service experience, always.

Another industry first was the launch of an exclusive accidental death insurance cover with coverage benefits of up to Rs. 3 Lakhs, for the prepaid users in Mumbai. The product was well received and it helped strengthen the emotional connect with consumers in the market.

Continuing its leadership in customer-centric product innovation, the Company introduced Photon Wi-Fi Duo, a device that pairs Wi-Fi internet access with a power bank for seamless, on-the-go internet usage across multiple devices. The industry-first product, led Tata Teleservices to win the Voice & Data Telecom Leadership Award 2016 for product innovation.

The industry -first product, Photon Wi -Fi Duo, was awarded the Voice & Data Telecom Leadership Award 2016 for product innovation.

The Company continued its journey towards building the best-in-class on-boarding and customer service experience for the customers. Initiatives such as the two-hour activation from the brand stores, setting up of a neo-platinum call center and digital self-serve platforms such as the Tata Docomo mobile app and website, have helped us deliver a great brand experience to the users.

During the year, the Company launched a unique pilot program called '*Swabhiman'* aimed at empowering women and strengthening gender diversity in the workforce. This program allowed women to get attached to the channel partners with freedom to work from home to reach out to the prospective customers. Tata Teleservices, not only trained the women on tele-calling skills but also set up a technology-led, automated business process to help these women work in a hassle-free and productive environment.

For enterprise business customers, the strategy of the Company revolves around building products and solutions in the areas of Enterprise mobility, Cloud computing, Software as a Service ("SaaS"), Collaboration, Machine to Machine communication ("M2M") and Managed Services for voice and Data. The Company continues to innovate and during the course of the year introduced a host of innovative solutions such as Hosted IVR, Call register Services, mobile applications for Service Ticketing and Internet of Things ("IOT")/M2M services.

The Company together with Tata Teleservices Limited ("TTSL") conducted about 90 events across cities for its enterprise business customers as well as potential customers ranging from webinars, product conclaves, forums etc. under the 'Do Big' banner. The biggest event 'Do Big Symposium' was conducted across seven cities in the country including Mumbai. With the theme - "Digital Disruption: A CEO's Agenda", this one of a kind event was aimed at providing a multi city platform to bring together decision makers and influencers to discuss digital opportunities and challenges in their respective businesses. The Company engaged senior executives from a diverse set of industries including IT, eCommerce, Media and Entertainment, Engineering and construction among others.

Network

During the year, a rapid network growth was evident on the data segments. In order to meet the additional data capacity requirement, 300 3G sites have been rolled out.

In line with cost and network optimization initiatives, the Company has initiated the transition of wireless network operations to TCTSL (Tata Communications Transformation Services Limited) from in-house operations model. The transition was smoothly executed for Rest of Maharashtra circle without impacting network performance or customer experience.

During the year, the Company enhanced network quality and coverage in priority areas through consolidation. The Company currently provides wireless services in 860 towns for GSM and 718 towns for CDMA. The Company also has High Speed Internet Access ("HSIA") services in 32 towns in the states of Maharashtra and Goa. Seamless international roaming services are also provided to the customers supported by tie ups with more than 314 operators globally.

Safety

The Company has a well defined and practiced Employee Safety and Well-being Policy. The Company's Safety Policy comprises guidelines and standardized practices, based on robust processes. It advocates in proactively improving its management systems, to minimize health and safety hazards, thereby ensuring compliance in all operational activities.

To minimize and mitigate risks related to Fire Safety and Physical Security, the Company has taken up various safety initiatives / projects including:

- First Aid and Fire Safety trainings for all employees;
- Emergency Mock fire drills (day/night) every six months;
- Dissemination of Safety Guidelines and Knowledge Management on health and safety issues, through Safety Awareness mailers and videos / Safety SMSs (covering Do's & Don'ts during emergency, Road Safety, Articles on Safety during Fire, Flood and Earthquake etc.).

The above actions are part of the Company's transformation journey based on the 4 pillars of Transformation Project on Safety comprising:

- Excellence in Awareness and Employee Communication;
- Risk Assessment through Audit Mechanism;
- Corrective and Preventive Actions ("CAPA");
- Benchmarking and Best Practice sharing, within and outside the Tata Group companies.

ISSUE OF NON-CONVERTIBLE DEBENTURES

During the financial year, the Company issued and allotted 7500 (Seven Thousand Five Hundred) Non-convertible Debentures of Rs. 10,00,000/- (Rupees Ten Lakhs Only) each aggregating Rs. 750,00,00,000/- (Rupees Seven Hundred Fifty Crores Only), on private placement basis to Yes Bank Limited on May 22, 2015.

CORPORATE STRUCTURE

Holding Company

Pursuant to the provisions of the Companies Act, 2013 (the "Act"), Tata Sons Limited is the Holding Company of your Company.

Subsidiary and Associate Company

The Company does not have any subsidiary or associate company within the meaning of relevant provisions of the Act.

BOARD OF DIRECTORS, MEETINGS AND ITS COMMITTEES

As on March 31, 2016, the Board of Directors comprised of 6 (Six) Directors. Of the 6 (Six) Directors, 5 (Five) (i.e., 83%) are Non-Executive Directors and 1 (One) Managing Director. The Non-Executive Directors include 1 (One) Chairman and 3 (Three) Independent Directors. The composition of the Board is in conformity with the provisions of the Act and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act and the Listing Regulations.

Resignation

Mr. Nadir Godrej, Independent Director of the Company, resigned from the Board of the Company with effect from September 23, 2015 due to his other professional commitments.

The Board placed on record its appreciation for the contributions made by Mr. Godrej during his tenure.

Directors retiring by rotation

In accordance with the relevant provisions of the Act and in terms of the Articles of Association of the Company, Mr. N. Srinath retires by rotation at the ensuing Annual General Meeting ("AGM") and being eligible offers himself for re-appointment. The Board recommends his re-appointment.

Meetings of the Board of Directors

A calendar of Board and Committee meetings to be held during the financial year was circulated in advance to the Directors.

During the financial year 5 (Five) Board meetings were held. Details of the composition of the Board, meetings of the Board held and attendance of the Directors at such meetings, are provided in the Corporate Governance Report, annexed to the Annual Report. The intervening gap between the meetings was within the period prescribed under the Act and the Listing Regulations.

Committees of the Board

There are currently 4 (Four) Statutory Committees of the Board, as follows:

(i) Audit Committee;
(ii) Corporate Social Responsibility Committee;
(iii) Nomination and Remuneration Committee;
(iv) Stakeholders' Relationship Committee.

Details of all the Committees along with their terms of reference, composition and meetings of each Committee held during the financial year, are provided in the Corporate Governance Report, annexed to the Annual Report.

KEY MANAGERIAL PERSONNEL

During the financial year, Mr. Suresh Mahadevan resigned from the post of Chief Financial Officer of the Company with effect from close of business hours on August 31, 2015.

At the meeting of the Board of Directors held on July 30, 2015, Mr. Harish Abichandani was appointed as Chief Financial Officer of the Company with effect from September 1, 2015 in place of Mr. Suresh Mahadevan. Mr. Harish Abichandani, Chief Financial Officer of the Company, resigned from the Company with effect from close of business hours on February 10, 2016.

Mr. Kush S. Bhatnagar was appointed as Chief Financial Officer of the Company by the Board with effect from May 26, 2016 in place of Mr. Harish Abichandani.

POLICIES AND PROCEDURES

Company's Policies on Appointment and Remuneration of Directors

The Policy of the Company on Directors' appointment including criteria for determining qualifications, positive attributes, independence of a Director and the Policy on remuneration of Directors, Key Managerial Personnel and other employees are annexed as **Annexure – IA** and **Annexure - IB** to this Report.

Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board Committees and individual Directors pursuant to the provisions of the Act and the Listing Regulations.

The performance of the Board, the Committees and individual Directors was evaluated by the Board after seeking inputs from all the Directors through a questionnaire wherein the Directors were required to evaluate the performance on scale of one to five based on the following criteria:

a) Criteria for Board Performance Evaluation: Degree of fulfillment of key responsibilities, Board structure and composition, Establishment and delineation of responsibilities to Committees, effectiveness of Board processes, information and functioning, Board Culture and Dynamics, Quality of relationship between the Board and the Management.

b) Criteria for Committee Performance Evaluation: Degree of fulfillment of key responsibilities, Adequacy of Committee Composition, Effectiveness of meetings, committee dynamics, Quality of Relationship of the Committee with the Board and the management.

c) Criteria for Performance Evaluation of Individual Directors: Attendance, Contribution at meetings, guidance, Support to Management outside Board/Committee meetings.

The Chairman of the Board, who is one of the Members of the Nomination and Remuneration Committee ("NRC"), was nominated for conducting one-on-one discussions with Directors to seek their feedback on the Board and other Directors.

The NRC also reviewed the performance of the individual Directors. In addition, the Chairman was evaluated on the key aspects of his role.

In separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated,

taking into account the views of Executive Director and Non-Executive Directors. Thereafter, the Board also reviewed the performance of the Board as a whole, its Committees and individual Directors.

Risk Management Policy

The Company has Risk Management Policy and the risk management framework which ensures that the Company is able to carry out identification of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

Internal Financial Controls and their Adequacy

The Company has established and maintained adequate internal financial controls with respect to financial statements. Such controls have been designed to provide reasonable assurance with regard to providing reliable financial and operational information. During the year, such controls were operating effectively and no material weaknesses were observed.

Vigil Mechanism/Whistle Blower Policy

The Company has established a vigil mechanism in form of Whistle Blower Policy for Directors and employees to report their genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy, details of which are provided in the Corporate Governance Report, which forms a part of the Annual Report.

The Policy provides for adequate safeguards against victimization of Directors/employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

The Whistle Blower Policy has been placed on the website of the Company i.e., www.tatateleservices.com.

Corporate Social Responsibility

The Company has constituted a Corporate Social Responsibility ("CSR") Committee in accordance with Section 135 of the Act. The composition of CSR Committee, the details of CSR Policy and initiatives taken by the Company on CSR activities during the year have been provided in the **Annexure – II** to this Report.

OTHER STATUTORY DISCLOSURES

Contracts or Arrangements with Related Parties

All Related Party Transactions ("RPTs") that were entered into during the financial year were on an arm's length basis and in the ordinary course of business of the Company. Pursuant to Regulation 23 of the Listing Regulations and Section 177 of the Act, prior approval of the Audit Committee is obtained for all RPTs. A statement of significant RPTs is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

Further, your Company has taken a prior approval of the Members for all material transactions/proposed transactions entered/to be entered into between the Company and TTSL, a related party, relating to rendering or availing of services, sharing of infrastructure, purchase/sale of Assets and Inventory and sharing of costs for an aggregate value of Rs. 470 Crores (Rupees Four Hundred Seventy Crores Only) for the financial year 2014-15 and upto maximum aggregate value of Rs. 620 Crores (Rupees Six Hundred and Twenty Crores Only) per annum for the financial years 2015-16, 2016-17 and 2017-18.

The details of material contracts or arrangement or transactions entered by your Company on arm's length basis are provided in Form AOC-2, which is annexed as **Annexure – III** to this Report.

Particulars of Loans, Guarantees or Investments

Your Company being in business of providing infrastructural facilities, provisions of Section 186 of the Act, do not apply to the Company in respect of loans made, guarantees given or security provided by the Company.

Your Company has not made any investment in securities of other Bodies Corporate during the financial year 2015-16.

Dividend and Appropriations

In view of the accumulated losses, the Directors regret their inability to recommend any dividend for the year under consideration. No appropriations are proposed to be made for the year under consideration.

Deposits

The Company has not accepted any deposits from public, during the financial year 2015-16, within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014.

Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and Redressal of complaints of sexual harassment at workplace. The objective of this policy is to lay clear guidelines and provide right direction in case of any reported incidence of sexual harassment across the Company's offices, and take appropriate decision in resolving such issues.

During the financial year 2015-16, the Company has not received any complaint on sexual harassment.

Particulars of Employees

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as **Annexure – IV** to this report.

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. Pursuant to Section 136(1) of the Act, this Report is being sent to the Members of the Company excluding the aforesaid information. However, the same is open for inspection at the registered office of the Company. Copies of this statement may be obtained by the Members by writing to the Company Secretary of your Company.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Pursuant to Section 134(3)(m) of the Act read with Rule 8(3) of Companies (Accounts) Rules, 2014, the details of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo are as under:

(A) Conservation of Energy:

(i) Steps Taken or Impact on Conservation of Energy:

a. Electricity and Diesel Generators are used for the powering of the Company's telephone exchanges and other network infrastructure equipment. The Company regularly reviews power consumption patterns across its network and has implemented various innovative projects including green initiatives in order to optimize power consumption which resulted into substantive cost savings and reduction of carbon foot print. Some of the major projects undertaken during the year are:

Indoor BTS with Outdoor cabinet on new project roll out - 156 nos.

FCU (Free Cooling Units) deployment and AC (Air Conditioner) switch off - 180 nos.

AC (Air Conditioner) continued to be switch off mode - 92Nos.

Location surrender – 1 no (Technopolis)

Energy day is observed at core locations once a week where energy saving measures are taken.

b. The initiatives on energy conservation has resulted into reduction of 5,220 Million units of energy consumption, carbon foot print reduction of 6,143 TCO2 for the financial year 2015-16.

c. Periodic energy audit and implementation of audit recommendations.

(ii) Steps taken by the Company for utilizing alternate sources of Energy:

The Company has not utilised any alternate sources of energy. However we are exploring various opportunities in this area and suitable solutions will be deployed once finalized.

(iii) Capital Investment on Energy Conservation Equipments:

The Company has made capital investment of Rs. 1.5 Crores on energy conversation equipments.

(B) Technology Absorption: The Company has not imported any new technology.

(C) Foreign Exchange Earnings and Outgo:

(Rs. in Crores)

Particulars	**2015-16**	2014-15
Earnings	**3.87**	6.35
Outgo	**128.40**	143.42
Capital Goods	**117.00**	141.17

Significant and Material Orders Passed by the Regulators or Courts or Tribunals Impacting the Going Concern Status and the Company's Operation in Future

While there are certain critical litigations including litigations relating to various demands made by DoT, there are no significant material orders passed, as of date, by the Regulators/Courts or the Company has interim protection from courts against enforcement of such demands or notices, which would impact the going concern status of the Company and its future operations. However, there is always a chance that any order passed in critical litigations in future may have an impact on the going concern or future operations of the Company.

Extract of Annual Return

Pursuant to Section 92(3) of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return in Form No. MGT-9 is annexed as **Annexure – V** to this Report**.**

AUDITORS

Statutory Auditors

Deloitte Haskins & Sells LLP ("DHS"), Chartered Accountants, the present statutory auditors, retire at the conclusion of the ensuing AGM and have confirmed their willingness and eligibility for re-appointment in accordance with Section 139 read with Section 141 of the Act. The Audit Committee and the Board recommend their re-appointment from the conclusion of the ensuing AGM till the conclusion of the next AGM. Members are requested to consider the re-appointment of DHS and authorize the Board of Directors to fix their remuneration.

Cost Auditors

The Board of Directors of your Company had, upon recommendation of the Audit Committee, appointed M/s. Sanjay Gupta & Associates, Cost Accountants, as Cost Auditors of the Company for the financial year 2015-16.

The Board, on the recommendation of Audit Committee, approved the re-appointment and remuneration of M/s. Sanjay Gupta & Associates, Cost Accountants, as Cost Auditors of the Company for the financial year 2016-17. Members are requested to consider, approve and ratify the remuneration payable to M/s. Sanjay Gupta & Associates for the financial year 2016-17.

Internal Auditors

The Board has appointed Axis Risk Consulting Services Private Limited, ANB Solutions Private Limited and Grant Thornton India LLP as Internal Auditors for handling internal audit of the Company.

Secretarial Auditors and Secretarial Audit Report

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. Mehta & Mehta, Practicing Company Secretaries, to undertake the Secretarial Audit of the Company for the year ending March 31, 2016. The Secretarial Audit Report in Form MR-3 is annexed as **Annexure – VI** to this Report.

The Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks.

AUDITORS' OBSERVATIONS AND DIRECTORS' COMMENTS

The Auditors' Report for the financial year ended March 31, 2016 does not contain any qualification, reservation, adverse remark or disclaimer.

DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, cost and secretarial auditors and external consultant(s) including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2015-16.

Accordingly, pursuant to the provisions of Section 134(5) of the Act, your Directors, to the best of their knowledge and belief and according to information and explanation obtained by them, confirm that:

1. in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed and there are no material departures;

2. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2016 and of the loss of the Company for that period;

3. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

4. they have prepared the annual financial statements on a going concern basis;

5. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;

6. they have devised systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A detailed report on Management Discussion and Analysis, as required under the Regulation 34 of the Listing Regulations for the year under review is presented in a separate section, forming part of the Annual Report.

CORPORATE GOVERNANCE REPORT

A report on Corporate Governance appears after this Report. A certificate from Deloitte Haskins & Sells LLP, Chartered Accountants, with regard to compliance of conditions of corporate governance as specified in the Listing Regulations by the Company is annexed hereto and forms part of this Report.

The Company has complied with mandatory requirements of Corporate Governance prescribed under the Listing

Regulations. The Company has also implemented some of the non-discretionary requirements as contained Part E of Schedule II to the Listing Regulations.

ACKNOWLEDGEMENTS

Your Directors wish to place on record their sincere appreciation for the assistance and support extended by the employees, shareholders, customers, financial institutions, banks, vendors, dealers, Department of Telecommunications, the Central and State Governments and others associated with the activities of the Company. We look forward to their continued support in future.

For and on behalf of the Board of Directors

Kishor A. Chaukar
Place: Mumbai **Chairman**
Date: June 25, 2016 **DIN: 00033830**

Annexure – IA to the Directors' Report

Company's Policy on Directors Appointment and Remuneration

The Company has formulated the criteria determining qualifications, positive attributes and independence of Director. The details of the same are as under:

1. Definition of Independence

A director will be considered as an "independent director" if the person meets with the criteria for 'independent director' as laid down in the Act and Clause 49 (as may be applicable).

The definition of Independence as provided in the Act and Clause 49 is as follows:

"An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director,—

(a) who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

(b) (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;

(ii) who is not related to promoters or directors in the company, its holding, subsidiary or associate company;

(c) who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;

(d) none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

(e) who, neither himself nor any of his relatives –

(i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of –

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

(iii) holds together with his relatives two per cent or more of the total voting power of the company; or

(iv) is a Chief Executive or director, by whatever name called, of any nonprofit rganization that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company;

(v) is a material supplier, service provider or customer or a lessor or lessee of the company; (additional provision as per Clause 49);

(f) who is not less than 21 years of age (additional provision as per Clause 49)."

Current and ex-employees of a Tata company may be considered as independent only if he/she has or had no pecuniary relationship with any Tata company (due to employment/receipt of monthly pension by way of Special Retirement Benefits/holding consultant or advisor positions)

during the two immediately preceding financial years or during the current financial year.

2. Qualifications of Directors

Board will ensure that a transparent board nomination process is in place that encourages diversity of thought, experience, knowledge, perspective, age and gender.

It is expected that board have an appropriate blend of functional and industry expertise.

While recommending appointment of a director, it is expected that the Nomination and Remuneration Committee ("NRC") consider the manner in which the function and domain expertise of the individual contributes to the overall skill-domain mix of the Board.

Independent Directors ("ID") ideally should be thought/practice leaders in their respective functions/domains.

3. Positive Attributes of Directors

Directors are expected to comply with duties as provided in the Act. For reference, the duties of the Directors as provided by the Act are as follows:

1) "Act in accordance with the articles of the company.

2) Act in good faith in order to promote the objects of the company for the benefit of its members as a whole, and in the best interests of the company, its employees, the shareholders, the community and for the protection of environment.

3) Exercise duties with due and reasonable care, skill and diligence and exercise independent judgment.

4) Not be involved in a situation in which he may have a direct or indirect interest that conflicts, or possibly may conflict, with the interest of the company.

5) Not achieve or attempt to achieve any undue gain or advantage either to himself or to his relatives, partners, or associates.

6) Not assign his office."

Additionally, the Directors on the Board of a Tata Company are also expected to demonstrate high standards of ethical behavior, strong interpersonal and communication skills and soundness of judgment.

IDs are also expected to abide by the 'Code for Independent Directors' as outlined in Schedule IV to Section 149(8) of the Act. The Code specifies the guidelines of professional conduct, role and function and duties of Independent Directors. The guidelines of professional conduct specified in the Code are as follows:

"An independent director shall:

1) uphold ethical standards of integrity and probity;

2) act objectively and constructively while exercising his duties;

3) exercise his responsibilities in a bona fide manner in the interest of the company;

4) devote sufficient time and attention to his professional obligations for informed and balanced decision making;

5) not allow any extraneous considerations that will vitiate his exercise of objective independent judgment in the paramount interest of the company as a whole, while concurring in or dissenting from the collective judgment of the Board in its decision making;

6) not abuse his position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;

7) refrain from any action that would lead to loss of his independence;

8) where circumstances arise which make an independent director lose his independence, the independent director must immediately inform the Board accordingly;

9) assist the company in implementing the best corporate governance practices."

For and on behalf of the Board of Directors

Kishor A. Chaukar
Chairman
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – IB to the Directors' Report
Remuneration Policy

Further, the Company has also formulated a Remuneration Policy for the Directors, Key Managerial Personnel and other employees and the same is given hereunder:

The philosophy for remuneration of directors, Key Managerial Personnel ("KMP") and all other employees of Tata Teleservices (Maharashtra) Limited ("Company") is based on the commitment of fostering a culture of leadership with trust. The remuneration policy is aligned to this philosophy.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 ("**Act**") and Clause 49(IV)(B)(1) of the Equity Listing Agreement ("**Listing Agreement**"). In case of any inconsistency between the provisions of law and this remuneration policy, the provisions of the law shall prevail and the company shall abide by the applicable law. While formulating this policy, the Nomination and Remuneration Committee ("**NRC**") has considered the factors laid down under Section 178(4) of the Act, which are as under:

"(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals"

Key principles governing this remuneration policy are as follows:

Remuneration for independent directors and non-independent non-executive directors

Independent directors ("ID") and non-independent non-executive directors ("NED") may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members) and commission within regulatory limits.

Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board.

Overall remuneration (sitting fees and commission) should be reasonable and suf?cient to attract, retain and motivate directors aligned to the requirements of the company (taking into consideration the challenges faced by the company and its future growth imperatives).

Overall remuneration should be reflective of size of the company, complexity of the sector/industry/ company's operations and the company's capacity to pay the remuneration.

Overall remuneration practices should be consistent with recognized best practices.

Quantum of sitting fees may be subject to review on a periodic basis, as required.

The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board based on company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board.

The NRC will recommend to the Board the quantum of commission for each director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings and contributions made by directors other than in meetings.

In addition to the sitting fees and commission, the company may pay to any director such fair and reasonable expenditure, as may have been incurred by the director while performing his/her role as a director of the company. This could include reasonable expenditure incurred by the director for attending Board/Board committee meetings, general meetings, court convened meetings, meetings with shareholders/ creditors/ management, site visits, induction and training (organized by the company for directors) and in obtaining professional advice from independent advisors in the furtherance of his/her duties as a director.

Remuneration for managing director ("MD")/ executive directors ("ED")/ KMP/ rest of the employees

The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be

- Market competitive (market for every role is defined as companies from which the company attracts talent or companies to which the company loses talent)
- Driven by the role played by the individual,

- Reflective of size of the company, complexity of the sector/industry/ company's operations and the company's capacity to pay,
- Consistent with recognized best practices and
- Aligned to any regulatory requirements.

In terms of remuneration mix or composition,

- The remuneration mix for the MD/ EDs is as per the contract approved by the shareholders. In case of any change, the same would require the approval of the shareholders.
- Basic/ fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
- In addition to the basic/fixed salary, the company provides employees with certain perquisites, allowances and benefits to enable a certain level of lifestyle and to offer scope for savings and tax optimization, where possible. The company also provides all employees with a social security net (subject to limits) by covering medical expenses and hospitalization through re-imbursements or insurance cover and accidental death and dismemberment through personal accident insurance.
- The company provides retirement benefits as applicable.
- In addition to the basic/fixed salary, benefits, perquisites and allowances as provided above, the company provides MD/EDs such remuneration by way of commission, calculated with reference to the net profits of the company in a particular financial year, as may be determined by the Board, subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the MD/EDs would be based on performance as evaluated by the Board or the NRC and approved by the Board.
- In addition to the basic/ fixed salary, benefits, perquisites and allowances as provided above, the company provides MD/EDs such remuneration by way of an annual incentive remuneration/performance linked bonus subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board. An indicative list of factors that may be considered for determination of the extent of this component are:

  Company performance on certain defined qualitative and quantitative parameters as may be decided by the Board from time to time,

  Industry benchmarks of remuneration,

  Performance of the individual.

- The company provides the rest of the employees a performance linked bonus. The performance linked bonus would be driven by the outcome of the performance appraisal process and the performance of the company.

Remuneration payable to Director for services rendered in other capacity

The remuneration payable to the Directors shall be inclusive of any remuneration payable for services rendered by such director in any other capacity unless:

a) The services rendered are of a professional nature; and

b) The NRC is of the opinion that the director possesses requisite qualification for the practice of the profession.

Policy implementation

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

For and on behalf of the Board of Directors

Kishor A. Chaukar
Chairman
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – II to the Directors' Report
Annual Report on Corporate Social Responsibility ("CSR") Activities

1. Brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken

As a member of the Tata Group, Corporate Social Responsibility is at the core of the Company. The Company's CSR policy upholds the ethos of the Tata Group's Sustainability (including CSR) Policy. The Company has designed its CSR policy based on Tata Group's focus areas.

Focus areas and key programmes are as under:

Promoting employability through Education, Skill development – The Company has provided skill trainings to partnered NGOs which were identified through a consultative process, followed by designing and delivering of modules through identified employees who are subject matter experts. The Company also supports schools in multiple locations for delivering educational programs on identified subjects. NGOs working in the area of education and soft skill training for women, differently-abled individuals and under privileged youth are selected through a rigorous screening process. In total, 22 lives were touched through organized sessions on soft skills and child welfare.

Volunteering - The Company participates actively in Group Volunteering Programs – Tata Volunteering Week and Pro-engage (Short term focused projects with NGOs) through Prakriti club – the volunteering arm of the Company. The key focus areas of volunteering programmes are skill building and education. In total, 168 volunteering hours were spent on various volunteering initiatives.

Livelihood enhancement - The Company is committed to providing livelihood to persons with disabilities and youth from economically backward background, thus enabling economic independence. The Company encourages women employment through its 'SIM Kitting Process' at the warehouses, currently employing 22 women (69% of the total workforce).

Promoting women empowerment, health and such social issues using business platform solutions – The Tata Group is supporting the historic UN endorsed, The Global Goals for Sustainable Development. The Company is supporting the cause by reaching out to its customers and employees to promote the Goals through Twitter, Linked in, Facebook, SMS and Internal newsletters. SMS messages were sent to the Company's customers to generate awareness on the UN Global Goals Campaign.

The Company is also a signatory to United Nation Global Compact ("UNGC") and submitted their Communication on Progress ("COP") to UNGC.

Focus on Environment - Given the nature of the telecommunication business, the Company focuses on reducing their carbon footprint, leveraging green energy, and responsible management of waste through various initiatives.

Over the last three years, the Company has achieved a steady decrease in carbon emission (TCO2e) per subscriber – 0.020 in financial year 2013-14, 0.025 in financial year 2014-15 and 0.022 in financial year 2015-16. The Company has continued with various energy saving measures including Save Energy Day initiative and reduced its electricity & diesel consumption translating into reduction of 113 TCO2e. Approximately 14.221 thousand kg. of e-waste was collected and disposed off in an environment friendly manner.

Disaster Relief – This is a focus area at the Tata Group level. The Company and its employees together contributed a total of Rs. 5.81 Lakhs towards Tata Relief Fund to support relief operations during the Chennai and Nepal disaster. Additionally the Company also supported volunteers for on ground relief support activities.

CSR Policy has been displayed on the website of the Company and the same is accessible at the below mentioned weblink –

http://www.tatateleservices.com/download/aboutus/ttml/Policy-on-Corporate-Social.pdf

Composition of CSR Committee

The CSR Committee for the Company comprises of the following Members:

Sr. No.	Name	Designation
1	Mr. Kishor A. Chaukar	Chairman of the Board
2	Mr. D. T. Joseph	Independent Director
3	Mr. N. Srinath	Managing Director

2. Average net profit of the Company for last 3 financial years, prescribed CSR expenditure and details of CSR spent during the financial year

The Company did not make profits in the past 3 financial years; hence it does not have any budgeted CSR expenditure. However, in keeping with the Tata Group's philosophy of giving back to the society, all the above initiatives are managed with internal resources.

For and on behalf of the Board of Directors

Mr. N. Srinath
Managing Director
DIN: 00058133

Mr. Kishor A. Chaukar
Chairman,
Corporate Social Responsibility Committee
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – III to the Directors' Report

Form No. AOC-2

(Pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

Tata Teleservices (Maharashtra) Limited ("TTML") has not entered into any contact or arrangement or transaction with related parties which is not on arm's length during financial year 2015-16.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name of the Related Party and nature of Relationship: Tata Teleservices Limited ("TTSL") - Substantial interest in TTML and is Fellow Subsidiary.

(b) Nature of contracts /arrangements /transactions: Refer Table A below.

(c) Duration of the contracts/arrangements/transactions: Refer Table A below.

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: Refer Table A below.

(e) Date(s) of approval by the Board, if any: Not applicable, since the contract was entered into in the ordinary course of business and on arm's length basis.

(f) Amount paid in Advance, if any : Nil.

Table A

Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any
Roaming Income / Expenses	April 1, 2015 - March 31, 2018	TTML entered into an agreement with all operators including TTSL to provide roaming services to customers. Contract Value: Inter Circle Roaming Expenses – Rs. 17 Crores (Value for FY 2015-16 Rs. 4.73 Crores) Inter Circle Roaming Income – Rs. 19 Crores (Value for FY 2015-16 Rs. 7.47 Crores)
Inter Usage Expenses (Carriage)	April 1, 2015 - March 31, 2016	TTML enters into interconnection agreement with all operators including TTSL as per licensing conditions. Contract Value: Rs. 75 Crores (Value for FY 2015-16 Rs. 67 Crores)
Inter Usage Income / Expenses (Termination)	April 1, 2015 - March 31, 2016	These charges are prescribed by TRAI from time to time and are followed by all the telecom operators in India. Contract Value: Rs. 253 Crores (Value for FY 2015-16 Network Cost-Inter Usage Connectivity-Termination - Expenses Rs. 131.68 Crores, Income Rs. 38.14 Crores)
Purchase / Sale of Inventory / Used assets	April 1, 2015 - March 31, 2016	Procurement Contract allows need based purchase / sale of Inventory / Used assets Contract Value: Rs. 40 Crores (Value for FY 2015-16 Rs. 9.49 Crores)

Cost sharing of CSO Assets	August 11, 2007 - Open Ended	TTSL shares the CSO fixed assets with TTML without mark-up. Contract Value: NA (Value for FY 2015-16 Rs. 1.50 Crores)
Telecommunication Services	Open Ended	TTML is a telecom operator. It provides telecommunication services to various entities, including TTSL. Contract Value: NA (Value for FY 2015-16 Rs. 21.66 Crores)
Cost Sharing O & M bandwidth	October 1, 2008 - September 30, 2023	TTML has in place a “leasing of bandwidth agreement” dated October 25, 2007 with TTSL. The arrangement also requires TTML to maintain the fibre given to TTSL in Mumbai & Rest of Maharashtra and Goa. Contract Value: NA (Value for FY 2015-16 Rs. 0.95 Crores)
Other Income (Lease Income & Related Expenses Recovery Turbhe)	April 1, 2014 - March 31, 2016	Lease Income: Based on Independent Valuation, 51478 Sq.ft. leased to TTSL for a consideration of Rs. 22 Lakhs of rent per month. Recovery of housekeeping & facilities expense: At Actual without Mark-up. Contract Value: Rs. 5.80 Crores for rent (excluding taxes) and reimbursement of housekeeping, electricity and fuel charges etc. at actual. (Value for FY 2015-16 Rs. 2.76 Crores for rent & Rs. 9.50 Crores for other related expenses at actual)
Other Income (Lease Income & Related Expenses Recovery Pune)	August 1, 2014 - July 31, 2016	Lease Income: Based on the rates charged by Landlord to TTML. 3850 Sq.ft. leased to TTSL for a consideration of Rs. 2.61 Lakhs of rent per month. Recovery of housekeeping & facilities expense: At actual without markup. Contract Value: Rs. 0.94 Crores (excluding taxes) and reimbursement of housekeeping, electricity and fuel charges etc. at actual. (Value for FY 2015-16 Rs. 0.66 Crores including reimbursements)
Other Income	August 11, 2007 - Open Ended	TTML received certain Other income based on agreement. Contract Value: NA (Value for FY 2015-16 Rs. 0.24 Crores)
Cost Sharing	April 1, 2015 - March 31, 2018	Sharing of common resources is based on "Various Ratios" without Mark-up. Contract Value: Rs. 120 Crores (Value for FY 2015-16 Rs.102.81 Crores)

For and on behalf of the Board of Directors

Kishor A. Chaukar
Chairman
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – IV to the Directors' Report

The information required under Section 197(12) of the Act read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

Non-Executive Directors	Ratio to median remuneration
Mr. Kishor A. Chaukar	0.66
Prof. Ashok Jhunjhunwala	0.88
Mr. D. T. Joseph	0.73
Ms. Hiroo Mirchandani	0.73
Mr. Govind Sankaranarayanan	0.29
Mr. Nadir Godrej (upto September 23, 2015)	0.22

Remuneration paid to the above Non-Executive Directors is by way of sitting fees only.

Managing Director	Ratio to median remuneration*
Mr. N. Srinath	---

*The Managing Director does not draw any remuneration from the Company.

b. The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary in the financial year 2015-16:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. N. Srinath (Managing Director)*	N.A.
Mr. Suresh Mahadevan - Chief Financial Officer#	---
Mr. Harish Abichandani - Chief Financial Officer$	---
Mr. Kiran Thacker - Company Secretary	7%

* Mr. N. Srinath does not draw any remuneration from the Company.
# Resigned w.e.f. September 1, 2015.
$ Appointed w.e.f. September 1, 2015 and resigned w.e.f. February 11, 2016.

c. The percentage increase in the median remuneration of employees in the financial year: 4.8%.
(Increase on Median remuneration has been taken for onroll employees as on March 31, 2016)

d. The number of permanent employees on rolls of Company: 1,051.

e. The explanation on the relationship between average increase in remuneration and the Company performance:

On an average, annual increase of 4.8% was given to employees based on individual performance. The increase in remuneration was in line with the market median trends at various employee levels and roles. However, the Company Performance was factored in Performance Pay calculations paid to employees.

f. Comparison of the remuneration of the key managerial personnel against the performance of the Company:

Aggregate remuneration of Key Managerial Personnel ("KMP") in FY 2015-16 (Rs. in Crores)	1.34 *
Revenue (Rs. in Crores)	3,025.28
Remuneration of KMPs (as % of Revenue)	0.043%
Profit Before Tax (PBT) (Rs. in Crores)	(497.96)
Remuneration of KMP (as % of PBT)	N.A.#

* Mr. N. Srinath, Managing Director does not draw any remuneration from the Company.
# Since PBT is negative for the year.

g. Variations in the market capitalization of the Company, price earning ratio as at the closing date of the current financial year and previous financial year:

Particulars	March 31, 2016	March 31, 2015	% Change
Market capitalization (Rs. in Crores)	1,290.25	1,534.62	(15.92)
Price Earning Ratio*	N.A.	N.A.	N.A.

* Earning Per Share is negative for the current financial year and previous financial year.

h. Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Particulars	March 31, 2016	October 26, 2000 (IPO)	% Change*
Market Price (BSE)	6.63	12.00	(48.37)
Market Price (NSE)	6.60	12.00	(49.10)

* Adjusted for 2:15 bonus issue in 2013-14.

i. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out, if there are any exceptional circumstances for increase in the managerial remuneration:

The average annual increase for the year was 4.8% in case of employees other than managerial personnel.

j. Comparison of each remuneration of the key managerial personnel against the performance of the Company:

	Mr. N. Srinath - Managing Director	Mr. Suresh Mahadevan - Chief Financial Officer[@]	Mr. Harish Abichandani - Chief Financial Officer[$]	Mr. Kiran Thacker - Company Secretary
Remuneration in FY 2015-16 (Rs. in Crores)	Nil *	0.66	0.37	0.30
Revenue (Rs. in Crores)	3,025.28			
Remuneration as % of Revenue	Nil *	0.021%	0.012%	0.009%
Profit before Tax (PBT) (Rs. in Crores)	(497.96)			
Remuneration (as % of PBT)	Nil *	N.A.[#]	N.A.[#]	N.A.[#]

* Mr. N. Srinath, Managing Director does not draw any remuneration from the Company.
@ Resigned w.e.f. September 1, 2015. Inclusive of Performance Pay for the financial year 2014-15 paid in June 2015.
$ Appointed w.e.f. September 1, 2015 and resigned w.e.f. February 11, 2016. Not eligible for Performance Pay in this period.
# Since PBT is negative for the year.

k. The key parameters for any variable component of remuneration availed by the directors: None.

l. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year:

Not Applicable. Managing Director does not draw any remuneration from the Company. Some of the Non–Executive Directors were paid sitting fees only. The remuneration drawn by the employees is not comparable with the sitting fees paid to Non-Executive Directors.

m. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms that the remuneration paid is as per the remuneration policy of the Company.

For and on behalf of the Board of Directors

Kishor A. Chaukar
Chairman
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – V to the Directors' Report

Form No. MGT-9

EXTRACT OF ANNUAL RETURN
as on the financial year ended on March 31, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i	**CIN**	:	L64200MH1995PLC086354
ii	**Registration Date**	:	March 13, 1995
iii	**Name of the Company**	:	Tata Teleservices (Maharashtra) Limited
iv	▪ **Category** ▪ **Sub-Category of the Company**	:	▪ Company limited by Shares ▪ Indian Non-Government Company
v	**Address of the Registered Office and contact details**	:	Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033 Tel.: 91 22 6667 1414 Fax: 91 22 6660 5335 Email: investor.relations@tatatel.co.in
vi	**Whether listed company**	:	Yes
vii	**Name, Address and Contact details of Registrar and Transfer Agent, if any**	:	TSR Darashaw Limited 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Near Famous Studio, Mahalaxmi, Mumbai – 400 011 Tel: 91 22 6656 8484 Fax: 91 22 6656 8494 / 6656 8496 Email: csg-unit@tsrdarashaw.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product / Service	% to total turnover of the Company
1	Wired telecommunications activities	611	31%
2	Wireless telecommunications activities	612	69%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Tata Sons Limited **Address:** Bombay House, 24, Homy Modi Street, Mumbai – 400001	U99999MH1917PLC000478	Holding Company	19.58%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

(i) Category-wise Share Holding

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2015)				No. of Shares held at the end of the year (as on March 31, 2016)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	**Promoters & Promoter Group**									
1)	**Indian**									
a	Individual / HUF	0	0	0	0.00	0	0	0	0.00	0.00
b	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c	State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d	Bodies Corporate	1234358382	0	1234358382	63.14	1234358382	0	1234358382	63.14	0.00
e	Banks / FIs	0	0	0	0.00	0	0	0	0.00	0.00
F	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub - Total (A) (1)		**1234358382**	**0**	**1234358382**	**63.14**	**1234358382**	**0**	**1234358382**	**63.14**	**0.00**
2)	**Foreign**									
a	NRIs / Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b	Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c	Bodies Corporate	229856926	0	229856926	11.76	229856926	0	229856926	11.76	0.00
d	Banks / FIs	0	0	0	0.00	0	0	0	0.00	0.00
e	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub - Total (A) (2)		**229856926**	**0**	**229856926**	**11.76**	**229856926**	**0**	**229856926**	**11.76**	**0.00**
Total Shareholding of Promoters & Promoter Group (A) = (A) (1) + (A) (2)		**1464215308**	**0**	**1464215308**	**74.90**	**1464215308**	**0**	**1464215308**	**74.90**	**0.00**
B	**Public Shareholding**									
1)	**Institutions**									
a	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b	Banks / FIs	2003459	0	2003459	0.10	1766696	0	1766696	0.09	(0.01)
c	Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d	State Govt(s).	44199	0	44199	0.00	44199	0	44199	0.00	0.00
e	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f	Insurance Companies	935000	0	935000	0.05	935000	0	935000	0.05	0.00
g	FIIs	14221295	0	14221295	0.73	652265	0	652265	0.03	(0.70)
h	Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
j	Others (please specify)									
j-i	Foreign Bodies	4180	0	4180	0.00	4180	0	4180	0.00	0.00
j-ii	Foreign Portfolio Investors – Corporate	105529	0	105529	0.01	9827373	0	9827373	0.50	0.49
Sub – total (B) (1)		**17313662**	**0**	**17313662**	**0.89**	**13229713**	**0**	**13229713**	**0.68**	**(0.21)**
2)	**Non - Institutions**									
a	Bodies Corporate									
(i)	Indian	53542342	4078	53546420	2.74	43735988	4078	43740066	2.24	(0.50)
(ii)	Overseas	1133	0	1133	0.00	1133	0	1133	0.00	0.00

Sr. No.	Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2015)				No. of Shares held at the end of the year (as on March 31, 2016)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2)	**Non - Institutions**									
b	Individuals									
(i)	Individual shareholders having nominal share capital upto Rs. 1 Lakh	265313384	2928938	268242322	13.72	261442014	2892051	264334065	13.52	(0.20)
(ii)	Individual shareholders having nominal share capital in excess of Rs. 1 Lakh	140329220	24933	140354153	7.18	157265264	37533	157302797	8.05	0.87
c	Others (please specify)									
c.i	Trusts	16453	0	16453	0.00	103003	0	103003	0.01	0.01
c.ii	NRIs									
c.ii.a	Individual shareholding nominal shares upto Rs. 1 Lakh	3427923	33297	3461220	0.18	3217690	33297	3250987	0.17	(0.01)
c.ii.b	Individual shareholding nominal shares upto Rs. 1 Lakh	7768404	0	7768404	0.40	8742229	0	8742229	0.45	0.05
c.iii.c	Foreign Nationals - DR	226	0	226	0.00	0	0	0	0.00	0.00
c.iv	Directors & their relatives	8426	0	8426	0.00	8426	0	8426	0.00	0.00
Sub – total (B) (2)		**470407511**	**2991246**	**473398757**	**24.22**	**474515747**	**2966959**	**477482706**	**24.42**	**0.21**
Total Public Shareholding (B) = (B) (1) + (B) (2)		**487721173**	**2991246**	**490712419**	**25.10**	**487745460**	**2966959**	**490712419**	**25.10**	**0.00**
Grand Total (A + B + C)		**1951936481**	**2991246**	**1954927727**	**100.00**	**1951960768**	**2966959**	**1954927727**	**100.00**	**0.00**

(ii) Shareholding of Promoters (including Promoter Group)

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2015)			Shareholding at the end of the year (as on March 31, 2016)			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Tata Teleservices Limited* (Promoter)	714317891	36.54	26.00	714317891	36.54	26.00	0.00
2	The Tata Power Company Limited*	137263174	7.02	0.00	137263174	7.02	0.00	0.00
3	Tata Sons Limited (Promoter)	382759467	19.58	0.00	382759467	19.58	0.00	0.00
4	Panatone Finvest Limited*	17850	0.00	0.00	17850	0.00	0.00	0.00
5	NTT DOCOMO INC. (Another Promoter)	229856926	11.76	0.00	229856926	11.76	0.00	0.00
Total		**1464215308**	**74.90**	**26.00**	**1464215308**	**74.90**	**26.00**	**0.00**

*Part of Promoter Group

(iii) Change in Promoters' Shareholding (please specify, if there is no change) = No change during the year

	Shareholding at the beginning of the year (as on April 1, 2015)		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
At the beginning of the year	1464215308	74.90	1464215308	74.90
Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	No change during the year			
At the end of the year	1464215308	74.90	1464215308	74.90

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 1, 2015)		Date	Reason	Increase / Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% to total shares of the Company			No. of Shares	% to total shares of the Company	No. of Shares	% to total shares of the Company
1	The Emerging Markets Small Cap Series Of The DFA Investment Trust Company	4170089	0.21					**4170089**	**0.21**
				17.04.2015	Purchase of shares	12769	0.00	4182858	0.21
				24.04.2015	Purchase of shares	243430	0.01	4426288	0.23
				15.05.2015	Purchase of shares	86471	0.00	4512759	0.23
				31.03.2016	**At the end of the year**	**-**	**-**	**4512759**	**0.23**
2	Emerging Markets Core Equity Portfolio (The Portfolio) Of DFA Investment Dimensions Group Inc (DFAIDG)	3222266	0.16					**3222266**	**0.16**
				17.04.2015	Purchase of shares	23779	0.00	3246045	0.17
				30.06.2015	Purchase of shares	21883	0.00	3267928	0.17
				07.08.2015	Purchase of shares	150335	0.01	3418263	0.17
				31.03.2016	**At the end of the year**	**-**	**-**	3418263	0.17
3	C. Loganathan	1894595	0.1					**1894595**	**0.10**
				23.10.2015	Sale of shares	-1133	0.00	1893462	0.10
				31.03.2016	**At the end of the year**	**-**	**-**	1893462	0.10
4	Abinandan Holdings Private Limited	1613333	0.08					**1613333**	**0.08**
				22.01.2016	Purchase of shares	510000	0.03	2123333	0.11
				22.01.2016	Sale of shares	-510000	-0.03	1613333	0.08
				31.03.2016	**At the end of the year**	**-**	**-**	**1613333**	**0.08**
5	IL And FS Securities Services Limited	2850622	0.15					**2850622**	**0.15**
				03.04.2015	Sale of shares	-1813	0.00	2848809	0.15
				10.04.2015	Sale of shares	-166266	-0.01	2682543	0.14
				17.04.2015	Sale of shares	-459	0.00	2682084	0.14
				24.04.2015	Purchase of shares	79906	0.00	2761990	0.14
				01.05.2015	Purchase of shares	1488879	0.08	4250869	0.22
				01.05.2015	Sale of shares	-1452623	-0.07	2798246	0.14
				08.05.2015	Sale of shares	-29466	0.00	2768780	0.14

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 1, 2015)		Date	Reason	Increase / Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% to total shares of the Company			No. of Shares	% to total shares of the Company	No. of Shares	% to total shares of the Company
				15.05.2015	Purchase of shares	1133	0.01	2769913	0.08
				15.05.2015	Sale of shares	-20934	0.00	2748979	0.14
				22.05.2015	Sale of shares	-1133	0.00	2747846	0.14
				22.05.2015	Purchase of shares	50481	0.00	2798327	0.14
				29.05.2015	Purchase of shares	35231	0.00	2833558	0.14
				05.06.2015	Sale of shares	-14500	0.00	2819058	0.14
				12.06.2015	Purchase of shares	55401	0.00	2874459	0.15
				12.06.2015	Sale of shares	-42420	0.00	2832039	0.14
				19.06.2015	Sale of shares	-355185	-0.02	2476854	0.13
				26.06.2015	Purchase of shares	321244	0.02	2798098	0.14
				30.06.2015	Purchase of shares	1133	0.00	2799231	0.14
				30.06.2015	Sale of shares	-27494	0.00	2771737	0.14
				03.07.2015	Sale of shares	-252757	-0.01	2518980	0.13
				10.07.2015	Purchase of shares	680	0.00	2519660	0.13
				10.07.2015	Sale of shares	-4143	0.00	2515517	0.13
				17.07.2015	Purchase of shares	1653	0.00	2517170	0.13
				17.07.2015	Sale of shares	-9800	0.00	2507370	0.13
				24.07.2015	Purchase of shares	7366	0.00	2514736	0.13
				31.07.2015	Sale of shares	-17443	0.00	2497293	0.13
				07.08.2015	Sale of shares	-1586	0.00	2495707	0.13
				07.08.2015	Purchase of shares	36776	0.00	2532483	0.13
				07.08.2015	Sale of shares	-40303	0.00	2492180	0.13
				14.08.2015	Sale of shares	-29763	0.00	2462417	0.13
				21.08.2015	Purchase of shares	4964	0.00	2467381	0.13
				21.08.2015	Sale of shares	-17787	0.00	2449594	0.13
				28.08.2015	Sale of shares	-4964	0.00	2444630	0.13
				28.08.2015	Purchase of shares	19270	0.00	2463900	0.13
				04.09.2015	Sale of shares	-357027	-0.02	2106873	0.11
				11.09.2015	Sale of shares	-323134	-0.02	1783739	0.09
				14.09.2015	Sale of shares	-50000	0.00	1733739	0.09
				18.09.2015	Sale of shares	-28414	0.00	1705325	0.09
				22.09.2015	Sale of shares	-47590	0.00	1657735	0.08
				25.09.2015	Sale of shares	-1604	0.00	1656131	0.08
				30.09.2015	Purchase of shares	1133	0.00	1657264	0.08
				30.09.2015	Sale of shares	-28290	0.00	1628974	0.08
				02.10.2015	Sale of shares	-6633	0.00	1622341	0.08
				09.10.2015	Purchase of shares	41090	0.00	1663431	0.09
				09.10.2015	Sale of shares	-13876	0.00	1649555	0.08
				16.10.2015	Sale of shares	-2211	0.00	1647344	0.08
				23.10.2015	Purchase of shares	24600	0.00	1671944	0.09

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 1, 2015)		Date	Reason	Increase / Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% to total shares of the Company			No. of Shares	% to total shares of the Company	No. of Shares	% to total shares of the Company
				30.10.2015	Sale of shares	-45423	0.00	1626521	0.08
				06.11.2015	Purchase of shares	45941	0.00	1672462	0.09
				06.11.2015	Sale of shares	-5276	0.00	1667186	0.09
				13.11.2015	Sale of shares	-3417	0.00	1663769	0.09
				20.11.2015	Sale of shares	-17263	0.00	1646506	0.08
				27.11.2015	Purchase of shares	11728	0.00	1658234	0.08
				04.12.2015	Sale of shares	-78317	0.00	1579917	0.08
				11.12.2015	Sale of shares	-118673	-0.01	1461244	0.07
				18.12.2015	Purchase of shares	67590	0.00	1528834	0.08
				25.12.2015	Purchase of shares	2612	0.00	1531446	0.08
				31.12.2015	Purchase of shares	28304	0.00	1559750	0.08
				01.01.2016	Purchase of shares	50	0.00	1559800	0.08
				08.01.2016	Purchase of shares	113596	0.01	1673396	0.09
				15.01.2016	Purchase of shares	172075	0.01	1845471	0.09
				22.01.2016	Purchase of shares	323140	0.02	2168611	0.11
				29.01.2016	Purchase of shares	49392	0.00	2218003	0.11
				05.02.2016	Sale of shares	-21602	0.00	2196401	0.11
				12.02.2016	Sale of shares	-95758	0.00	2100643	0.11
				19.02.2016	Sale of shares	-258621	-0.01	1842022	0.09
				26.02.2016	Purchase of shares	7933	0.00	1849955	0.09
				26.02.2016	Sale of shares	-212440	-0.01	1637515	0.08
				04.03.2016	Sale of shares	-21538	0.00	1615977	0.08
				11.03.2016	Sale of shares	-10868	0.00	1605109	0.08
				18.03.2016	Purchase of shares	1359	0.00	1606468	0.08
				18.03.2016	Sale of shares	-3730	0.00	1602738	0.08
				25.03.2016	Sale of shares	-1359	0.00	1601379	0.08
				25.03.2016	Purchase of shares	173915	0.01	1775294	0.09
				31.03.2016	Sale of shares	-246800	-0.01	1528494	0.08
				31.03.2016	**At the end of the year**	**-**	**-**	**1528494**	**0.08**
6	Eco Recycling Limited	985665	0.05					**985,665**	**0.05**
				03.04.2015	Purchase of shares	50000	0.00	1035665	0.05
				10.04.2015	Purchase of shares	122692	0.01	1158357	0.06
				17.04.2015	Sale of shares	-28857	0.00	1129500	0.06
				01.05.2015	Purchase of shares	5000	0.00	1134500	0.06
				15.05.2015	Purchase of shares	97375	0.00	1231875	0.06
				05.06.2015	Purchase of shares	3125	0.00	1235000	0.06
				31.07.2015	Purchase of shares	50000	0.00	1285000	0.07
				28.08.2015	Purchase of shares	100000	0.01	1385000	0.07
				09.10.2015	Sale of shares	-33305	0.00	1351695	0.07
				16.10.2015	Sale of shares	-66695	0.00	1285000	0.07

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 1, 2015)		Date	Reason	Increase / Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of Shares	% to total shares of the Company			No. of Shares	% to total shares of the Company	No. of Shares	% to total shares of the Company
				15.01.2016	Purchase of shares	32591	0.00	1317591	0.07
				22.01.2016	Purchase of shares	17418	0.00	1335009	0.07
				12.02.2016	Purchase of shares	9298	0.00	1344307	0.07
				19.02.2016	Purchase of shares	67977	0.00	1412284	0.07
				26.02.2016	Purchase of shares	25019	0.00	1437303	0.07
				04.03.2016	Purchase of shares	24981	0.00	1462284	0.07
				11.03.2016	Purchase of shares	87725	0.00	1550009	0.08
				25.03.2016	Sale of shares	-50000	0.00	1500009	0.08
				31.03.2016	**At the end of the year**	**-**	**-**	**1500009**	**0.08**
7	Jayakrishna Taparia	1450000	0.07					**1450000**	**0.07**
					No change			1450000	0.07
				31.03.2016	**At the end of the year**	**-**	**-**	**1450000**	**0.07**
8	Quant Capital Securities Private Limited	0	0					**0**	**0.00**
				04.12.2015	Purchase of shares	1500000	0.08	1500000	0.08
				11.12.2015	Purchase of shares	1200000	0.06	2700000	0.14
				22.01.2016	Sale of shares	-250000	-0.01	2450000	0.13
				29.01.2016	Sale of shares	-258712	-0.01	2191288	0.11
				12.02.2016	Sale of shares	-100	0.00	2191188	0.11
				25.03.2016	Sale of shares	-1188	0.00	2190000	0.11
				31.03.2016	Sale of shares	-830625	-0.04	1359375	0.07
				31.03.2016	**At the end of the year**	**-**	**-**	**1359375**	**0.07**
9	Jincy Narendran	1000000	0.05					**1,000,000**	**0.05**
				19.06.2015	Purchase of shares	122127	0.01	1122127	0.06
				03.07.2015	Purchase of shares	177873	0.01	1300000	0.07
				24.07.2015	Sale of shares	-228031	-0.01	1071969	0.05
				28.08.2015	Purchase of shares	263031	0.01	1335000	0.07
				31.03.2016	**At the end of the year**	**-**	**-**	**1,335,000**	**0.07**
10	Dilipkumar Lakhi	1260979	0.06					**1260979**	**0.06**
				-	No Change	0	0.00	1260979	0.06
				31.03.2016	**At the end of the year**	**-**	**-**	**1260979**	**0.06**

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year (as on April 1, 2015)		Cumulative Shareholding during the year	
		No. of Shares	% to total shares of the Company	No. of Shares	% to total shares of the Company
1	**Mr. Kishor A. Chaukar (Chairman)**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
2	**Prof. Ashok Jhunjhunwala (Independent Director)**				
	At the beginning of the year	5,293	0.00	5,293	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	5,293	0.00	5,293	0.00
3	**Mr. D. T. Joseph (Independent Director)**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
4	**Ms. Hiroo Mirchandani (Independent Director)**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
5	**Mr. Govind Sankaranarayanan (Non-Executive Director)**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
6	**Mr. N. Srinath (Managing Director)**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
7	**Mr. Kiran Thacker (Company Secretary)**				
	At the beginning of the year	226	0.00	226	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	226	0.00	226	0.00
8	**Mr. Nadir Godrej (Independent Director)@**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
9	**Mr. Suresh Mahadevan (Chief Financial Officer)***				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00
10	**Mr. Harish Abichandani (Chief Financial Officer)#**				
	At the beginning of the year	0	0.00	0	0.00
	Datewise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00

@Resigned w.e.f. September 23, 2015

* Resigned w.e.f. September 1, 2015

Appointed w.e.f. September 1, 2015 and resigned w.e.f. February 11, 2016

V. INDEBTEDNESS :

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs. in Crores)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	6,734	733	0	7,467
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	35	0	0	35
Total (i+ii+iii)	**6,769**	**733**	**0**	**7,502**
Change in Indebtedness during the financial year				
▪ Addition	998	5,603	0	6,601
▪ Reduction	1,282	803	0	2,085
Net Change	**(285)**	**4,800**	**0**	**4,516**
Indebtedness at the end of the financial year				
(i) Principal Amount	6,372	5,252	0	11,624
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	113	281	0	393
Total (i+ii+iii)	**6,484**	**5,533**	**0**	**12,017**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD / WTD / Manager	Total Amount
		Mr. N. Srinath (Managing Director)	
1	Gross salary	Mr. N. Srinath, Managing Director, does not draw any remuneration from the Company	
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	b. Value of perquisites u/s 17(2) of the Income-tax Act, 1961		
	c. Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	- as % of profit		
	- Others, specify…		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of the Directors						Total Amount
		Kishor Chaukar	Ashok Jhunjhunwala	D.T. Joseph	Hiroo Mirchandani	Govind Sankaranarayanan	Mr. Nadir Godrej@	
		(Non-Executive Director)	(Independent Director)	(Independent Director)	(Independent Director)	(Non-Executive Director)	(Independent Director)	
1	**Independent Directors**							
	a. Fee for attending board / committee meetings	0	6,00,000	5,00,000	5,00,000	0	1,50,000	17,50,000
	b. Commission	0	0	0	0	0	0	0
	c. Others, please specify	0	0	0	0	0	0	0
	Total (1)	0	6,00,000	5,00,000	5,00,000	0	1,50,000	17,50,000
2	**Other Non-Executive Directors**							
	a. Fee for attending board / committee meetings	4,50,000	0	0	0	2,00,000	0	6,50,000
	b. Commission	0	0	0	0	0	0	0
	c. Others, please specify	0	0	0	0	0	0	0
	Total (2)							
Total (B) = (1+2)		**4,50,000**	**6,00,000**	**5,00,000**	**5,00,000**	**2,00,000**	**1,50,000**	**24,00,000**
Total Managerial Remuneration								**Nil**
Overall Ceiling as per the Act		Not applicable as only sitting fees paid						

@Resigned w.e.f. September 23, 2015

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD:

(Amount in Rs.)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Mr. Suresh Mahadevan (Chief Financial Officer)*	Mr. Harish Abhichandani (Chief Financial Officer)#	Mr. Kiran Thacker (Company Secretary)	Total
1	**Gross Salary**				
	a. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	66,48,746	36,71,426	30,75,600	1,33,95,772
	b. Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0	0
	c. Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	a. as % of profit				
	b. Others, specify				
5	Others, please specify	0	0	0	0
	Total	66,48,746	36,71,426	30,75,600	1,33,95,772

* Resigned w.e.f. September 1, 2015. Inclusive of Performance Pay for the financial year 2014-15 paid in June 2015.
# Appointed w.e.f. September 1, 2015 and resigned w.e.f. February 11, 2016. Not eligible for Performance Pay in this period.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

For and on behalf of the Board of Directors

Kishor A. Chaukar
Chairman
DIN: 00033830

Place: Mumbai
Date: June 25, 2016

Annexure – VI to the Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and the rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Tata Teleservices (Maharashtra) Limited
Voltas Premises,
T.B. Kadam Marg,
Chinchpokli, Mumbai - 400033

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Tata Teleservices (Maharashtra) Limited** (hereinafter called "**the Company**"). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officer, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2016 according to the provisions of:

a) The Companies Act, 2013 (the "Act") and the rules made thereunder;

b) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

c) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

d) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

e) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (during the year under review not applicable to the Company);

   d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the year under review not applicable to the Company);

   e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (during the year under review not applicable to the Company);

   f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (during the year under

review not applicable to the Company); and

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (during the year under review not applicable to the Company);

f) Telecom Regulatory Authority of India Act, 1997;

g) The Indian Telegraph Act, 1885;

h) The Indian Wireless Telegraphy Act, 1933;

We have examined compliance with the applicable clauses of the following:

a) Secretarial Standards issued by the Institute of Company Secretaries of India;

b) Listing Agreement entered with National Stock Exchange of India Limited and BSE Limited for the period from 1st April 2015 to 30th November 2015 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from 1st December 2015 to 31st March 2016;

During the period under review the Company has complied with the provisions of Act, Rules, Regulations, Guidelines etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of the Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions of the Board are carried through unanimously. As per the records provided by the Company, none of the member of the Board dissented on any resolution passed at the meeting at the Board.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there was following specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, etc.: -

i. The Company obtained the approval of its member for increase in borrowing powers and creation of securities from Rs.13,000 Crores to Rs.15,000 Crores in terms of section 180(1)(c) and section 180(1)(a) of the Act respectively.

For **Mehta & Mehta,**
Company Secretaries
(ICSI Unique Code P1996MH007500)

Dipti Mehta
Partner
FCS No : 3667
CP No. : 3202

Place : Mumbai
Date : June 25, 2016

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

Annexure A

To,
The Members,
Tata Teleservices (Maharashtra) Limited
Voltas Premises,
T.B. Kadam Marg,
Chinchpokli, Mumbai - 400033

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Mehta & Mehta,**
Company Secretaries,
(ICSI Unique Code P1996MH007500)

Dipti Mehta
Partner
FCS No : 3667
CP No. : 3202

Place : Mumbai
Date : June 25, 2016

CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR 2015-16

Your Directors present the Company's Report on Corporate Governance for the year ended March 31, 2016.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is set of practices followed to ensure that the affairs of the Company are managed in a way which would ensure its accountability, transparency and fairness in all its transactions and meet its stakeholders' aspirations and social expectations.

The Company believes in highest standards of good and ethical Corporate Governance practices. Good Governance practices stem from the culture and mindset of the organization. It is also believed that Corporate Governance is not only about enacting regulations and procedures but also maintaining and establishing an environment of trust and confidence among various stakeholders. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target.

In order to adopt Corporate Governance practice in its true spirit, the Company has put in place "Tata Code of Conduct" for its employees including Managing Director and senior management which was revised during the year to align with the changing cultural and regulatory norms. In addition, the Company has also adopted a Code of Conduct for its Non-Executive Directors, which includes duties of the Independent Directors as laid down in the Companies Act, 2013 (the "Act"). Further, the Company's Corporate Governance philosophy has been strengthened through the "Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices". These Codes are available on the website of the Company.

TATA CODE OF CONDUCT

Tata Code of Conduct is a comprehensive document that serves as the ethical road map for the employees and the Company. It also inter alia governs the conduct of business in consonance with national interest, fair and accurate presentation of financial statements, being an employer providing equal opportunities to its employees, prohibition on acceptance of gifts and donations that can be intended or perceived to obtain business or uncompetitive favors, practicing political non-alignment, safe and healthy environment for its people, maintaining quality of products and services, being a good corporate citizen, ethical conduct and commitment to enhancement of stakeholders' value.

All the Directors and senior management personnel have affirmed compliance with the Code of Conduct for the financial year 2015-16. The declaration by Managing Director in this respect appears elsewhere in the Annual Report for financial year 2015-16.

TATA CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING AND CODE OF CORPORATE DISCLOSURE PRACTICES

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a code under the nomenclature of 'Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices' for prevention of insider trading and ensuring timely and adequate disclosures of all Unpublished Price Sensitive Information in a transparent manner.

BOARD OF DIRECTORS

Composition

The Board of Directors of the Company (the "Board") has an optimum combination of Executive and Non-Executive Directors and composition of the Board is in conformity with Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

The Company has adopted the Governance Guidelines on Board Effectiveness (the "Governance Guidelines") keeping in view, the provisions of the Act and the Listing Regulations. These Governance Guidelines, amongst other things, cover aspects related to composition of the Board/Committees with adequate numbers of Executive Directors, Non-Executive Directors and Independent Directors, effective discharge of duties by individual Directors, the Board and its Committees in the best interest of the stakeholders, appointment/retirement of Directors and performance evaluation of the individual Directors, the Board and its Committees.

The Board of Directors, as on March 31, 2016, comprised of 6 (Six) Directors including a Non-Independent Non-Executive Chairman. Of the 6 Directors, 5 (Five) i.e., 83% of the total number of Directors were Non-Executive Directors and 3 (Three) i.e., 50% of the total number of Directors were Independent Directors (including a Woman Director). The Company is managed by the Managing Director under the supervision, direction and control of the Board. The Managing Director is assisted by a team of highly qualified and experienced professionals.

None of the Directors of the Company is a Member of more than 10 Committees or Chairman of more than 5 Committees (Committees include Audit Committee and Stakeholders' Relationship Committee) across all public companies in which he/she is a Director. All the Directors have made the necessary disclosures regarding committee positions held by them in other companies. None of the Directors of the Company is related to each other.

All the Directors are also in compliance of the limit on Independent Directorship of listed companies as prescribed in Regulation 25(1) of the Listing Regulations. All the Independent Directors of the Company have confirmed that they meet the criteria of 'Independence' as stipulated under the Act and the Listing Regulations.

All the Directors of the Company, except Independent Directors, are liable to retire by rotation. The Company does not have any Nominee Director of Financial Institutions/ Banks.

The Board met at least once in each quarter and the maximum time gap between two Board Meetings did not exceed the limit prescribed in the Act and the Listing Regulations. 5 (Five) Meetings of the Board were held during the year, viz. May 14, 2015, July 30, 2015, September 22, 2015, October 30, 2015 and February 4, 2016.

The names and categories of the Directors, their attendance at Board Meetings and Annual General Meeting ("AGM") held during the year, the number of Chairmanships/Directorships and Membership of the Committees of the Board of public companies (including that of the Company) held by them and number of shares of the Company held by them as on March 31, 2016 are given herein below. The directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. Chairmanship/Memberships of the Board Committees include only Audit Committee and Stakeholders' Relationship Committee:

Name of the Director	Director Identification Number	Category	Number of Shares held (including held by dependents)	Number of Directorship(s) (including in the Company)		Committee(s) position (including in the Company)	
				Member	Chairman	Member	Chairman
Mr. Kishor A. Chaukar, Chairman	00033830	Non-Independent, Non-Executive	-	7	1	3	2
Prof. Ashok Jhunjhunwala	00417944	Independent, Non-Executive	8,426	7	-	4	2
Mr. D. T. Joseph	01716572	Independent, Non-Executive	-	3	-	2	1
Ms. Hiroo Mirchandani	06992518	Independent, Non-Executive	-	7	-	4	-
Mr. Govind Sankaranarayanan	01951880	Non-Independent, Non-Executive	-	6	-	1	-
Mr. N. Srinath	00058133	Executive	-	5	-	2	-
Mr. Nadir Godrej (resigned w.e.f. September 23, 2015)	00066195	Independent, Non-Executive	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

Attendance of Directors at Board Meetings and AGM

Name of the Director	Number of Board Meetings during the Financial Year 2015-16		Attendance at AGM held on September 22, 2015
	Held	Attended	
Mr. Kishor A. Chaukar	5	5	Present
Prof. Ashok Jhunjhunwala	5	5	Present
Mr. D. T. Joseph	5	5	Present
Ms. Hiroo Mirchandani	5	5	Present
Mr. Govind Sankaranarayanan	5	5	Present
Mr. N. Srinath	5	4	Absent
Mr. Nadir Godrej (resigned w.e.f. September 23, 2015)	3	3	Present

All the information required to be placed before the Board under Part A of Schedule II to the Listing Regulations has been duly placed. Dates of the Board/Committee Meetings are decided at the beginning of the financial year and are communicated to all the Directors well in advance. Additional meetings of the Board are to be held when deemed necessary. The agenda alongwith the explanatory notes are circulated well in advance to the Directors.

Familiarization Programme for Independent Directors

At the time of appointment of an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities expected from him/her as a Director of the Company. The Independent Directors of the Company were also provided with necessary documents/brochures, reports and internal policies to familiarize them about the telecom industry, business operations and functioning of various divisions / departments of the Company.

The details of Familiarisation programme imparted to the Independent Directors are available on the Company's website at the following weblink:

http://www.tatateleservices.com/download/aboutus/ttml/Details-of-Familiarization-Programmes-FY-2015-16.pdf

AUDIT COMMITTEE

Terms of Reference

The terms of reference of the Audit Committee as on March 31, 2016 are broadly as under:

a) Statutory Auditors

i) Recommend to the Board of Directors (the "Board") the appointment, re-appointment and if required, the replacement or removal of the Statutory Auditors, including filling of a casual vacancy, fixation of audit fee/remuneration, terms of appointment.

ii) Recommend to the Board, the name of the audit firm who may replace the incumbent auditor on the expiry of their term.

iii) Approve the appointment of and the fees for any other services as may be rendered by the statutory auditors. Provided that the statutory auditors shall not render services prohibited to them by Section 144 of the Act or by professional regulations.

The Committee shall take into consideration the qualifications and experience of the individual/firm proposed to be considered for appointment as auditors and whether qualifications and experience are commensurate with the size, nature of business and requirements of the Company and also consider any completed and pending proceedings relating to professional matters of conduct against the proposed individual auditor/firm of auditors before the Institute of Chartered Accountants of India or any competent authority or any Court.

b) Review and monitor independence and performance of statutory auditors

i) Review and monitor the independence and performance of the auditors and effectiveness of audit process.

ii) The Committee is also responsible for:

- Actively engaging in dialogue with the Statutory Auditors with respect to any disclosed relationship or services that may impact the objectivity and independence of the statutory auditors, and
- Recommending that the Board takes appropriate action in response to the Statutory Auditors' Report to satisfy itself of their independence.

c) Review audit plan

Review/discussion with the Statutory Auditors their plans for, and the nature and scope of, their annual audit and other examinations.

d) Review and examination of Audit Reports

Review and examination with the Statutory Auditors the proposed report on the annual audit, areas of concern, the accompanying management letter, if any, the reports of their reviews of the Company's interim financial statements, and the reports of the results of such other examinations outside of the course of the statutory auditors' normal audit procedures that they may from time to time undertake.

e) Review and examination of Financial Statements

Review and examination of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are accurate, sufficient and credible.

The Audit Committee shall review with appropriate officers of the Company and the Statutory Auditors, the annual financial statements of the Company prior to submission to the Board or public release thereof, focusing primarily on:

- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134(5) of the Companies Act, 2013 or the Corresponding provisions of the Companies Act, 1956.
- Any changes in accounting policies and practices and reasons for the same.
- Major accounting entries involving estimates based on exercise of judgement by management.
- Qualifications in draft audit report.
- Significant adjustments made in the financial statements arising out of audit.
- The going concern assumption.
- Compliance with accounting standards.
- Compliance with listing and other legal requirements relating to financial statements.
- Any related party transactions i.e., transactions of the Company with its subsidiaries, promoters or the management, or their relatives, etc. that may have conflict with the interest of the Company at large.
- Contingent liabilities.
- Status of litigations by or against the Company.
- Claims against the Company and their effect on the accounts.

The definition of the term "Financial Statement" shall be the same as under section 2(40) of the Companies Act, 2013.

f) Review quarterly/half yearly Results

Reviewing with the management, the quarterly/half yearly financial statements before submission to the Board for approval.

g) Risk Management Functions

Evaluation of internal financial and operational controls and risk management systems to obtain reasonable assurance based on evidence regarding processes followed and their appropriate testing that such systems are adequate and comprehensive, are in place and are working effectively.

The Committee shall have access to any internal information necessary to fulfill its oversight role. As and when required, the Committee may assign tasks to the Internal Auditors, the Company's internal Risk management team and any external expert advisors considered necessary for any task and they will provide their findings to the Committee.

h) Review policies

Review and confirm that the Company has in place a system of determining and mitigating financial and enterprise-wide risks applicable to the Company and that the system is functioning effectively.

i) Internal Auditor

i) Recommend to the Board the appointment, re-appointment and if required, the replacement or removal of the Internal Auditors, including fixation of audit fee/remuneration and terms of appointment.

ii) Review of performance of Internal Auditor.

j) Review internal audit function

Review the adequacy of the internal audit function, including the structure of the internal audit department, adequate staffing and the qualifications, experience, authority and autonomy of the person heading the department, the reporting structure, coverage and frequency of internal audit.

k) Review Internal Audit plans

Review with the senior internal audit executive and appropriate members of the staff of the internal auditing department and/or with outside individual/firm appointed as Internal Auditor the plans for and the scope of their ongoing audit activities and also review the periodicity and methodology for conducting the internal audit.

l) Review Internal Audit reports

i) Review with the senior internal auditing executive and appropriate members of the staff of the internal auditing department and/or with outside individual/firm appointed as Internal Auditor the periodic reports of the findings of the audit and reports and the necessary follow up and implementation of correction of errors and other necessary actions required.

ii) Review the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of the internal control system of a material nature and ensure that proper corrective action is taken. Any such matters shall be reported to the Board if necessary and appropriate.

m) Cost Auditor

The Committee shall after taking into consideration the qualifications and experience of the person proposed for appointment as the cost auditor, recommend such appointment to the Board, together with the remuneration to be paid to the cost auditor.

n) Other Auditor(s)

The Committee may appoint such other auditor(s) and recommend them to the Board, together with the remuneration to be paid to such auditor, as may be required by any law for the time being in force.

o) Review systems of internal accounting controls

Review with the statutory auditors and the senior internal auditing executive to the extent deemed appropriate by the Chairman of the Committee, the adequacy of the Company's internal accounting systems for appropriate control over the financial reporting and accounting process(es).

p) Review other matters

Review such other matters in relation to the accounting, auditing and financial reporting practices and procedures of the Company as the Committee may, in its own discretion, deem desirable in connection with the review functions described above.

q) Review of Whistle Blower Policy

i) Review and ensure the existence, adequacy and effective functioning of a Vigil Mechanism/Whistle Blower Policy appropriate to the size, complexity and geographic spread of the Company and its operations.

ii) Chairman of the Audit Committee be directly accessible in exceptional cases.

iii) To carry such other functions/actions as stated in the Whistle Blower Policy of the Company.

r) Approval for appointment of Chief Financial Officer ("CFO")

The Committee shall approve the appointment of the CFO (the whole-time Finance Director or any other person heading the finance function) after assessing the

qualifications, experience and background etc. of the candidate.

s) Review and monitor the Statement of Uses and Application of Funds

Review and monitor, with the management, the statement of uses/application of funds raised through an issue (public, rights, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of the public issue or rights issue, and make appropriate recommendations to the Board.

t) Review of Related Party Transactions

i) Review and approve transactions with related parties which are in ordinary course of business and on arms length basis.

ii) Review, approve and recommend to the Board the transactions with related parties which are not in ordinary course of business or on arms length basis.

iii) Review the statement in summary form of transactions with related parties.

iv) Approval or any subsequent modification of all transactions of the Company with related parties.

u) Investigation

The Audit Committee has the authority to investigate any matter in relation to the items specified in Section 177 of the Companies Act, 2013 or referred to it by the Board and for this purpose; it has full access to the information contained in the records of the Company.

v) Seek information / advice

The Audit Committee may seek information from any employee and may obtain from external independent sources any legal or other professional advice it considers necessary in the performance of its duties. It may also secure attendance of independent professional persons (outsiders) with suitable qualifications and relevant experience in specific matters, if it considers this necessary.

w) Review and monitor any default of payment

Looking into reasons for any substantial defaults in payment to depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors, if any.

x) Reporting of Fraud by the Auditors

In case the auditor has sufficient reason to believe that an offence involving fraud is being or has been committed against the Company by officers or employees of the Company, or by the Company, the Auditor shall forward his report to the Committee and the Committee shall send its reply or observations to the Auditor and such matters shall be reported to the Board by the Committee.

y) Review of other Information

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operation, to be included in the Company's Annual Report to its shareholders.
2. Statement of related party transaction submitted by the management.
3. Management letters or letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.
5. Inter-corporate loans and investments.
6. Valuation of undertakings and assets of the Company whenever necessary.

z) Reporting to Board

Report its activities to the Board in such manner and at such times, as it deems appropriate.

aa) To attend Meeting(s)

The Chairman of the Audit Committee shall attend the Annual General Meetings of the Company to provide any clarification on matters relating to its scope sought by the members of the Company.

The representatives of Statutory Auditors/Internal Auditors/Cost Auditors/ or other auditors as may be appointed shall be special invitees to the Audit Committee meetings in which they are invited by the Committee to participate, and they shall participate in discussions related to the audit and reviews of the financial statements of the Company and any other matter that in the opinion of the statutory auditors needs to be brought to the notice of the Committee or any matter.

The Audit Committee may also invite such of the executives, as it considers appropriate (and particularly the head of the finance function) to be present at the meetings of the Committee, but on occasions it may also meet without the presence of any executives of the Company.

bb) Review of the Terms of Reference of the Audit Committee

The Committee shall review and reassess the adequacy of the terms of reference of the Audit Committee on a periodical basis and where necessary obtain the assistance of the management, external auditors and external legal counsel.

Management Discussion and Analysis of Financial Condition and Results of Operations, statements of related party transactions, internal audit reports, fraud related reports, quarterly results, management letters to auditors, proposals and terms of appointment of internal auditors have been regularly placed before the Audit Committee for review during the Financial Year 2015-16.

Composition, Meetings held and attendance during the year

The composition of the Audit Committee of the Board is in conformity with Regulation 18 of the Listing Regulations and Section 177 of the Act. The Audit Committee meetings are also attended by the Managing Director, Chief Financial Officer, Statutory Auditors and Internal Auditors. The Cost Auditor is invited to attend the meeting of the Audit Committee at which Cost Audit related matters are discussed. The functional heads are also invited as and when required. The Company Secretary acts as Secretary to the Committee.

The Audit Committee met at least once in each quarter and the maximum time gap between two Audit Committee meetings did not exceed the limit prescribed in Regulation 18 of the Listing Regulations. 5 (Five) meetings of the Audit Committee were held during the year viz. May 13, 2015; May 14, 2015; July 30, 2015; October 30, 2015 and February 4, 2016. The composition of the Audit Committee as on March 31, 2016 and the details of attendance of each Member at these meetings are given below:

Name of the Member	Category	No. of Meetings during the Financial Year 2015-16	
		Held	Attended
Prof. Ashok Jhunjhunwala (Chairman)	Independent, Non-Executive	5	5
Ms. Hiroo Mirchandani	Independent, Non-Executive	5	5
Mr. Govind Sankaranarayanan	Non-Independent, Non-Executive	5	5

The necessary quorum was present at all the meetings. The Chairman of the Audit Committee was present at the Annual General Meeting held on September 22, 2015.

NOMINATION AND REMUNERATION COMMITTEE

Terms of Reference

The terms of reference of the Nomination and Remuneration Committee ("NRC") as on March 31, 2016 were broadly as under:

1. Recommend to the Board the set up and composition of the Board. This shall include "Formulation of the criteria for determining qualifications, positive attributes and independence of a director".
2. Recommend to the Board the appointment or re-appointment of directors.
3. Devise a policy on Board diversity.
4. Carry out the evaluation of every director's performance and support the Board and independent directors, as may be required, in evaluation of the performance of the Board, its committees and individual directors. This shall include "Formulation of criteria for evaluation of Independent Directors and the Board."
5. Recommend the remuneration policy for the directors, KMP, executive team and other employees. While formulating the policy NRC shall ensure that:
   a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
   b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
   c) remuneration to directors, KMPs and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
6. Recommend the remuneration payable to the Managing Director and Executive Director/s and shall discharge any other statutory duties and functions as may be specified under law, or to perform such task/s as may be entrusted to NRC by the Board of Directors from time to time.

Composition, Meetings held and attendance during the year

The composition of the NRC of the Board is in conformity with the Regulation 19 of the Listing Regulations and Section 178 of the Act.

3 (Three) meetings of the NRC were held during the year viz. May 14, 2015, September 18, 2015 and March 22, 2016. The composition of the NRC as on March 31, 2016 and the details of attendance of each Member at these meetings are given below:

Name of the Member	Category	No. of Meetings during the Financial Year 2015-16	
		Held	Attended
Mr. D. T. Joseph (Chairman)	Independent, Non-Executive	3	3
Prof. Ashok Jhunjhunwala	Independent, Non-Executive	3	2
Mr. Kishor A. Chaukar	Non-Independent, Non-Executive	3	3

The Chairman of the NRC was present at the Annual General Meeting held on September 22, 2015.

Performance Evaluation Criteria for Independent Directors

The Governance Guidelines adopted by the Company, inter alia, lay down the evaluation criteria and procedure for performance evaluation of Independent Directors. Criteria for evaluation of Independent Directors include aspects such as attendance and contribution at the Board/Committee meetings and guidance/support to management outside Board/Committee meetings.

Remuneration Policy

The Company has adopted the Remuneration Policy for its Directors, Key Managerial Personnel and other employees of the Company, which has been annexed to the Directors' Report forming part of this Annual Report.

Remuneration paid to the Directors

None of the Non-Executive Directors, apart from receiving sitting fees for attending meetings, have any material pecuniary relationship or transaction with the Company.

Non-Executive Directors

During the year, the Company paid sitting fees of Rs. 50,000/- per meeting to Non-Executive Directors who are not in the employment of Tata Companies, for attending meetings of the Board or any Committee thereof and sitting fees of Rs. 20,000/- per meeting for Non-Executive Directors who are in the employment of Tata Companies, for attending meetings of the Board or any Committee thereof.

The Company also reimburses out-of-pocket expenses incurred by the Directors for attending the meetings and for business of the Company.

None of the Directors has been issued any stock options by the Company during the year or any time in the past. Further, none of the Directors of the Company are in receipt of any Commission from the Company.

The details of sitting fees paid by the Company during the year are as follows:

A) Non-Executive Directors

Name of the Director	Sitting Fees (Rs.)
Mr. Kishor A. Chaukar	4,50,000
Prof. Ashok Jhunjhunwala	6,00,000
Mr. D. T. Joseph	5,00,000
Ms. Hiroo Mirchandani	5,00,000
Mr. Govind Sankaranarayanan	2,00,000
Mr. Nadir Godrej (resigned w.e.f. September 23, 2015)	1,50,000

B) Managing Director

Mr. N. Srinath, Managing Director does not draw any remuneration from the Company.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Terms of Reference

The Stakeholders' Relationship Committee ("SRC") specifically looks into redressal of grievances of shareholders and other securities holders. SRC considers and resolves the grievances of shareholders of the Company including complaints related to transfer of shares, non-receipt of annual report, dematerialization of shares, issue of duplicate and renewed share certificates, etc.

The Committee has delegated its powers to officers and employees of the Company and/or to the Company's Registrar and Share Transfer Agent ("RTA"). The delegates of the RTA regularly attend to share transfer formalities at least once in every 15 days.

Composition, Meetings held and attendance during the year

The composition of the SRC of the Board is in conformity with the Regulation 20 of the Listing Regulations and Section 178 of the Act. During the year, the Committee met once on March 22, 2016. The composition of SRC and the details of attendance of each Member at the meeting are given below:

Name of the Member	Category	No. of Meetings during the Financial Year 2015-16	
		Held	Attended
Mr. D. T. Joseph (Chairman)	Independent, Non-Executive	1	1
Mr. N. Srinath	Executive	1	1

Details of complaints received and redressed

The details of Shareholders' complaints received and redressed during the year are as follows:

Opening	Received during the year	Resolved during the year	Pending
0	131	130	1*

*since resolved.

The status of complaints is reported to the Board on quarterly basis.

Name and designation of the Compliance Officer

Mr. Kiran Thacker
Company Secretary & Compliance Officer

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Terms of Reference

The terms of reference of Corporate Social Responsibility ("CSR") Committee as on March 31, 2016 are as follows:

1. To frame the CSR Policy, subject to the approval by the Board.
2. To make the necessary and required modifications and variations in the CSR Policy, subject to the approval by the Board.
3. To determine the amount to be expended towards the CSR activities subject to the minimum limits prescribed by the Act.
4. To perform such other functions as may be necessary under any statutory or other regulatory requirements to be performed by the Committee and as delegated by the Board from time to time.

Composition, Meetings held and attendance during the year

During the year, the Committee met once i.e., on March 22, 2016. The composition and the details of attendance of each Member at the meeting are given below:

Name of the Member	Category	No. of Meetings during the Financial Year 2015-16	
		Held	Attended
Mr. D. T. Joseph (Chairman)	Independent, Non-Executive	1	1
Mr. Kishor A. Chaukar	Non-Independent, Non-Executive	1	1
Mr. N. Srinath	Executive	1	1

In addition to the above, the Company also has other Committees, viz.:

1. **Executive Committee** to review business and strategy related approvals, long-term financial projections, cash flows, capital and revenue budgets, capital expenditure programmes, acquisitions, divestments, business restructuring proposals, senior management succession planning; and
2. **Finance Committee** inter alia to consider and approve proposals for availing various loans/credit facilities and other treasury related matters within the powers delegated by the Board.

INDEPENDENT DIRECTORS' MEETING

During the year, the Independent Directors met on May 14, 2015 and March 22, 2016, inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the meeting.

GENERAL BODY MEETINGS

Details of General meetings

The Company's first statutory meeting was held on April 24, 1995. Till date, the Company has held 20 AGMs and 15 Extraordinary General Meetings of the shareholders.

The details of date, time and venue of the AGMs held during the last three years are as under:

Particulars	Date	Time	Venue
18th Annual General Meeting	September 23, 2013	1500 hours	"Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai - 400 021
19th Annual General Meeting	September 25, 2014	1500 hours	
20th Annual General Meeting	September 22, 2015	1430 hours	

Details of Special Resolution passed in the above referred AGMs are as under:

Particulars of the AGM	Section under which Special Resolution was passed	Purpose
19th AGM held on September 25, 2014	Section 180(1)(c) and 180(1)(a)	To borrow money exceeding paid-up share capital and free reserves upto Rs. 13,000 Crores and creation of security on the assets of the Company upto Rs. 13,000 Crores
20th AGM held on September 22, 2015	Section 180(1)(c) and 180(1)(a)	(i) Increasing borrowing power of the Board of Directors under Section 180(1)(c) of the Companies Act, 2013; and (ii) Increasing the powers of the Board of Directors to create security on properties/assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

Postal Ballot

Special Resolution passed through Postal Ballot

The Company sought approval of Members by way of Special Resolution as required under Clause 49 of the erstwhile Listing Agreement for Material Related Party Transactions with Tata Teleservices Limited, through Postal Ballot and results whereof were announced on July 28, 2015. Ms. Dipti A. Mehta, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries, was appointed as Scrutinizer for carrying out the postal ballot process. The above said resolution was passed with the requisite majority as per the following details:

Voted in favour of the resolution			Voted against the resolution		
Number of Members voted	Number of Votes cast by them (Shares)	% of total number of valid votes cast	Number of Members voted	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1,470	385,131,049	99.89	122	411,039	0.11

Special Resolutions proposed to be passed by way of Postal Ballot

The Company proposes to seek approval of Members by way of Special Resolution through Postal Ballot for the following business:

1. Increase in the Authorised Share Capital and alteration of the Capital Clause in the Memorandum of Association of the Company;
2. Alteration of the Capital Clause in the Articles of Association of the Company;
3. Issue of 0.1% Non-cumulative Redeemable Preference Shares on preferential basis upto an amount of Rs. 3,000 Crores to Tata Teleservices Limited (Promoter).

Procedure for Postal Ballot

In compliance with Sections 108, 110 and other applicable provisions of the Act, read with related Rules and Regulation 44 of the Listing Regulations, the Company provides electronic voting facility to all its Members, to enable them to cast their votes electronically. The Company engages the services of National Securities Depository Limited for the purpose of providing e-voting facility to all its Members.

The Members have the option to vote either by Ballot Form or e-voting. The Company dispatches the postal ballot notices and forms (a) through electronic means to all the Members whose e-mail IDs are registered with the Company or Depository Participant(s) and (b) in physical form, with postage prepaid self-addressed envelope, to all other Members at their registered address by the permitted mode. The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable Rules.

Voting rights are reckoned on the paid-up value of the shares registered in the names of the Members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the Scrutinizer on or before the close of voting period. Members desiring to exercise their votes by electronic mode are requested to vote before close of business hours on the last date of e-voting.

The Scrutinizer submits his/her report to the Chairman, after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the Chairman / Authorized Director. The results are also displayed on the website of the Company viz., www.tatateleservices.com, besides being communicated to the stock exchanges.

MEANS OF COMMUNICATION

- The quarterly, half yearly and annual results are communicated through a Press Release and published in Business Line (English) and Navshakti (regional language). The Financial results, official press releases and presentations, if any, are also displayed on the website of the Company viz. www.tatateleservices.com.
- The financials and other information filed by the Company from time to time with the stock exchanges are available on the website of the Company and website of the stock exchanges i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). BSE has introduced online filling of information through BSE Corporate Compliance and Listing Centre and NSE has introduced NSE Electronic Application Processing System ("NEAPS"). Various reports/information as required under the Listing Regulations are filed through these systems.

MANAGEMENT DISCUSSION AND ANALYSIS

A detailed report on the Management Discussion and Analysis forms part of this Annual Report.

GENERAL SHAREHOLDER INFORMATION

Twenty First Annual General Meeting

Date	August 26, 2016
Day	Friday
Time	1430 hours
Venue	"Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai – 400 021

Financial Year

The Company follows the April to March financial year.

Date of Book Closure

The share transfer books and the Members' register will be closed between Monday, August 22, 2016 to Friday, August 26, 2016 (both days inclusive) for the purposes of the Twenty First (21st) Annual General Meeting of the Company.

Listing on the Stock Exchanges

The Company's equity shares are listed on the following stock exchanges and the listing fees have been paid to both the stock exchanges within the stipulated time:

Name and Address of the Stock Exchanges	Stock Code / Scrip Code	ISIN Number
BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001	532371	INE517B01013
National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051	TTML	

Market Price Data

The High & Low of the Company's shares during each month in the last financial year were as follows:

(Amount in Rs.)

Month	BSE		NSE	
	High	Low	High	Low
April 2015	8.93	7.50	8.90	7.45
May 2015	8.00	5.62	8.00	5.60
June 2015	7.15	6.10	7.20	6.15
July 2015	8.78	6.57	8.80	6.55
August 2015	8.10	5.75	8.15	5.70
September 2015	6.89	6.00	6.95	5.95
October 2015	7.97	6.17	8.00	6.15
November 2015	7.20	6.23	7.20	6.20
December 2015	9.40	6.74	9.40	6.75
January 2016	8.60	6.35	8.60	6.45
February 2016	7.09	5.73	7.10	5.70
March 2016	7.15	5.90	7.20	5.90

Source: BSE and NSE Websites

Performance of the Company's Share Price in comparison to BSE and NSE indices

The performance of the Company's share price vis-à-vis the broad based BSE and NSE indices during the year are as under:

Particulars	TTML Share Price v/s BSE Sensex		TTML Share Price v/s NSE Nifty	
	TTML Share Price (Rs.)	BSE Sensex	TTML Share Price (Rs.)	NIFTY
As on April 1, 2015	8.16	28,260.14	8.20	8,586.25
As on March 31, 2016	6.63	25,341.86	6.60	7,738.40
Change (%)	(18.75)	(10.33)	(19.51)	(9.87)

Registrar and Share Transfer Agents

The Company has appointed TSR Darashaw Limited ("TSR") as its Registrar & Share Transfer Agents. Shareholders are advised to approach TSR on the following address for any shares and demat related queries and problems:

TSR Darashaw Limited
6-10, Haji Moosa Patrawala Industrial Estate,
20, Dr. E. Moses Road, Near Famous Studio,
Mahalaxmi, Mumbai – 400 011.
Tel.: 91 22 6656 8484
Fax: 91 22 6656 8494 / 8496
E-mail: csg-unit@tsrdarashaw.com
Website: www.tsrdarashaw.com

Share Transfer System

In order to expedite the process of share transfer and for administrative convenience, the authority for all physical share transfers is delegated to TSR. The transferee is required to furnish the transfer deed, duly completed in all respects, together with the share certificates to TSR at the above said address in order to enable TSR to process the transfer.

Pursuant to Clause 47(c) of erstwhile Listing Agreements and Regulation 40(9) of the Listing Regulations, the Company obtains certificate from a Practicing Company Secretary on half-yearly basis to the effect that all the transfers are completed within 15 days from the date of lodgment of the transfer. A copy of the certificate so received is submitted to both the stock exchanges, where the shares of the Company are listed.

As regards transfers of dematerialized shares, the same can be effected through the demat accounts of the transferor/s and transferee/s maintained with the recognized Depository Participants.

Distribution of Shareholding

The broad shareholding distribution of the Company as on March 31, 2016 with respect to categories of investors was as follows:

Category of Investors		Percentage of Shareholding	
		As on March 31, 2016	As on March 31, 2015
Promoters & Promoter Group Companies	Indian	63.14*	63.14*
	Foreign	11.76	11.76
International Investors (FIIs / NRIs / OCBs / Foreign Banks / Foreign Corporate Bodies)		1.15	1.31
Indian Financial Institutions / Banks / Mutual Funds / Insurance Companies / Central & State Govt.		0.14	0.15
Private Bodies Corporate /Trusts		2.24	2.74
Individuals		21.57	20.90
TOTAL		**100.00**	**100.00**

*Tata Teleservices Limited (a Promoter Company) has pledged its shareholding equivalent to 26% of the Company's total paid-up capital to secure the term loans/facilities availed by the Company.

The broad shareholding distribution of the Company as on March 31, 2016 with respect to size of holdings was as follows:

Range (No. of Shares)	% of Paid-up Capital	Total No. of Shareholders	% of Total No. of Shareholders
1 to 500	2.21	2,41,385	61.40
501 to 1000	2.31	67,756	17.24
1001 to 2000	3.20	47,715	12.14
2001 to 3000	1.76	14,150	3.60
3001 to 4000	1.03	5,742	1.46
4001 to 5000	0.86	3,621	0.92
5001 to 10000	2.51	7,086	1.80
10001 and above	86.12	5,669	1.44
Total	**100.00**	**3,93,124**	**100.00**

The quarterly shareholding patterns filed with the stock exchanges are also available on the website of the Company and on the website of the stock exchanges where equity shares of the Company are listed i.e., BSE and NSE.

Dematerialization of Shares and Liquidity

The equity shares of the Company are under compulsory dematerialized form. As of March 31, 2016, 99.85% of the total equity shares issued by the Company have been dematerialised. The equity shares of the Company are available for dematerialisation with both the depositories in India i.e., National Securities Depository Limited and Central Depository Services (India) Limited.

Outstanding Employee Stock Options, Global Depository Receipts ("GDRs"), American Depository Receipts ("ADRs") etc.

The Company has not issued any GDRs/ADRs/Warrants. There are no outstanding Foreign Currency Convertible Bonds and Employee Stock Options.

Commodity price risk or foreign exchange risk and hedging activities

The Company has a comprehensive foreign exchange risk management policy for managing foreign currency and interest rate exposure. The Company identifies risks and exposures to be hedged from time to time and hedges these exposures at an appropriate cost. During the year, the Company has managed foreign exchange risk and hedged in compliance with its extant foreign exchange risk management policy. The open foreign exchange exposures are reviewed at a regular interval. Note 2(e) to the financial statements describes the accounting policy relating to the foreign currency transactions and translations. The details of the derivative financial instruments are disclosed in the Note 2(e) of the financial statements.

Where we offer service

The Company provides its range of products and services to about 10.7 Million (wireline + wireless) subscribers under the 'Tata DOCOMO' brand in the States of Maharashtra (including Goa) through its telephone exchanges located at Turbhe (Navi Mumbai), Nariman Point (Mumbai), Andheri (Mumbai), Pune, Nasik, Panjim, Nagpur, Aurangabad and Kolhapur.

Address for correspondence

Shareholders holding shares in physical mode are requested to direct all equity shares related correspondence/queries to TSR and only the non-shares related correspondence and complaints regarding TSR should be addressed to the Compliance Officer at the registered office of the Company. Shareholders holding shares in electronic mode (dematerialized) should address all shares related correspondence to their respective Depository Participants only.

RISK MANAGEMENT

The Company has devised a formal Risk Management framework for risk assessment, prioritization and minimization. Further, the Company assesses the risk management framework periodically. The scope of the Audit Committee includes review of the Company's financial and risk management framework.

OTHER DISCLOSURES

Disclosure on Materially Significant Related Party Transactions

All transactions entered into with Related Parties as defined under the Act and Clause 49 of the erstwhile Listing

Agreements / Regulation 23 of the Listing Regulations during the year were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Act. All Related Party Transactions ("RPTs") were approved by the Audit Committee. The Company has entered into RPTs which were material as per Clause 49 of the erstwhile Listing Agreements / Regulation 23 of the Listing Regulations and as per the Policy for RPTs approved by the Board. The Company has obtained approval of Members by way of postal ballot for such Material RPTs. There were no Materially Significant RPTs during the year which in the opinion of the Board may have potential conflict with the interest of the Company at the large.

Suitable disclosure as required by the Accounting Standards (AS-18) has been made in the notes to the Financial Statements.

Apart from paying sitting fees, there was no pecuniary transaction undertaken by the Company with the Independent/Non-Executive Directors during the year.

A Policy for Related Party Transactions, as approved by the Board, is available on the Company's website under the following weblink:
http://www.tatateleservices.com/download/aboutus/ttml/Policy-on-Related-Party-Transaction.pdf

Disclosure on Whistle Blower Policy

The Company has adopted a Whistle Blower Policy which ensures protection and confidentiality to whistle blowers. The Chairman of the Audit Committee is authorized to receive from whistle blowers the Protected Disclosures under this policy. The Audit Committee is also authorized to supervise the conduct of investigations of any disclosures made by whistle blowers in accordance with the policy. No personnel of the Company have been denied access to the Audit Committee.

Compliance with non-discretionary requirements of Listing Regulations / Clause 49 of the erstwhile Listing Agreements

The Company has complied with the non-discretionary requirements, relating to Corporate Governance as stipulated in the Listing Regulations and Clause 49 of the erstwhile Listing Agreements executed with the Stock Exchanges, for the financial year 2015-16.

A certificate obtained from Deloitte Haskins & Sells LLP, Auditors, with respect to compliance with the requirements of Corporate Governance for the financial year 2015-16 and the same is annexed to this Report.

Implementation of discretionary requirements

The Company has implemented the following discretionary requirements relating to Corporate Governance, as specified in Part E of Schedule II of the Listing Regulations and Annexure XIII to the erstwhile Listing Agreements:

The Company has provided office facilities to Non-Executive Chairman of the Company.

The Company has appointed separate persons to the post of the Chairman and the Managing Director.

The Internal Auditors report directly to the Audit Committee.

Certification with Respect to Financial Statements

The certificate as required pursuant to Clause 49 of the erstwhile Listing Agreements and Regulation 17(8) of the Listing Regulations is periodically furnished by the Managing Director and the Chief Financial Officer of the Company to the Board of Directors of the Company with respect to accuracy of financial statements and adequacy of internal controls.

Details of Compliance with respect to Minimum Public Shareholding ("MPS")

Your Company being, a listed Company is required to maintain minimum public shareholding of 25% in order to fulfill the continuous listing requirements as prescribed under the Securities Contracts (Regulation) (Amendment) Rules, 2010. As on March 31, 2013 the Company's public shareholding was 22.28%, which was required to be increased to a minimum of 25%. As the MPS was not achieved by the Company within the stipulated time period, SEBI had issued certain directions vide order dated June 4, 2013 to all non-compliant companies, pending final order. In order to comply with the MPS requirement, the Company issued and allotted bonus equity shares to the Members except Promoters and Promoter Group. Post the issue of bonus equity shares by the Company, the public shareholding of the Company rose to 25.10% and the Promoter and Promoter Group shareholding reduced to 74.90%, which is in compliance with the Securities Contracts (Regulation) (Amendment) Rules, 2010. On achieving MPS requirement, SEBI vide its order dated September 4, 2013 revoked the directions issued vide its earlier order dated June 4, 2013.

Apart from above, no other penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.

Auditors' Certificate

The certificate dated June 25, 2016 issued by Deloitte Haskins & Sells LLP, Statutory Auditors, on compliance with the Corporate Governance requirements by the Company is annexed to this Report.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors. Both these codes are available on the Company's website.

I confirm that the Company has, in respect of the Financial Year ended March 31, 2016, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, employees in the General Manager cadre and above and the Company Secretary.

Mumbai
June 25, 2016

Mr. N. Srinath
Managing Director
DIN: 00058133

INDEPENDENT AUDITORS' CERTIFICATE

TO THE MEMBERS OF
TATA TELESERVICES (MAHARASHTRA) LIMITED

1. We have examined the compliance of conditions of Corporate Governance by **TATA TELESERVICES (MAHARASHTRA) LIMITED** ("the Company"), for the year ended on March 31, 2016, as stipulated in:

   Clause 49 (excluding clause 49(VII)(E)) of the Listing Agreements of the Company with stock exchange(s) for the period from April 01, 2015 to November 30, 2015.

   Clause 49(VII)(E) of the Listing Agreements of the Company with the stock exchange(s) for the period from April 01, 2015 to September 01, 2015.

   Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) for the period from September 02, 2015 to March 31, 2016 and

   Regulations 17 to 27 (excluding regulation 23(4)) and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations for the period from December 01, 2015 to March 31, 2016.

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India.

4. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and regulation 17 to 27 and clauses (b) to (i) ofregulation 46(2) and para C , D and E of Schedule V of the Listing Regulations for the respective periods of applicability as specified under paragraph 1 above, during the year ended March 31, 2016.

5. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

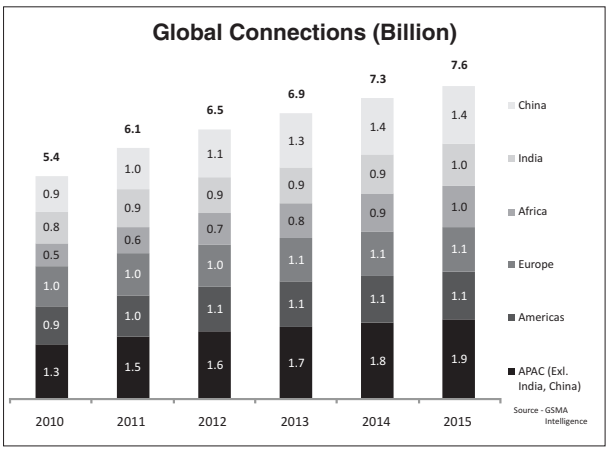
Saira Nainar
Partner
MUMBAI, June 25, 2016 (Membership No. 040081)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

TELECOM INDUSTRY DEVELOPMENTS

Global Telecom Industry

The mobile industry continues to scale rapidly, with a total of 7.6 Billion connections at the end of 2015 with unique subscribers at about 4.6 Billion. Roughly half of the world's population now has a mobile subscription, up from just one in five about 10 years ago. By 2020, this is expected to scale up to three-fifths of the global population, with close to one Billion new subscribers added over the period. The global mobile connections increased by about 5% in the year 2015.



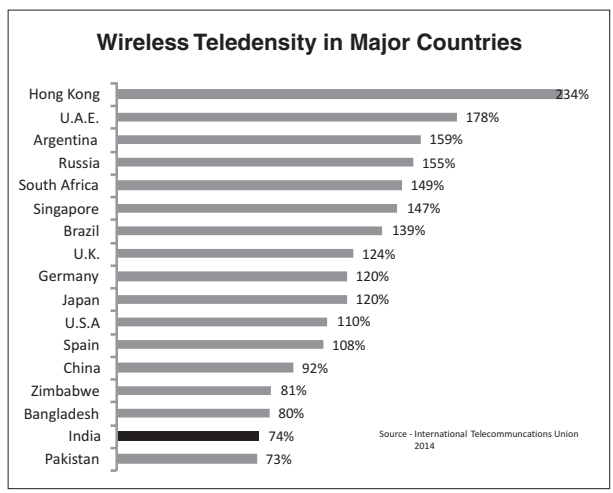
Global mobile data traffic grew at an estimated 74% in 2015 with Middle East and Africa having the highest growth rate followed by Asia Pacific, Latin America and Central and Eastern Europe. North America grew at an estimated 55%, a rebound from an unusually low growth rate of 26% in 2014. Western Europe trailed North America slightly in 2015. At the country level, Indonesia, China, and India led the global growth. The increasing number of wireless devices that are accessing mobile networks worldwide is one of the primary contributors to global mobile traffic growth. Each year several new devices with increased capabilities are introduced in the market. Globally, smart devices represented 36% of the total mobile devices and connections in 2015; they accounted for 89% of the mobile data traffic. In 2015, on an average, a smart device generated 14 times more traffic than a non-smart device.

Indian Telecom Industry

Globalization has made telecommunications an integral part of the infrastructure of the Indian economy. The mobile industry in India has scaled dramatically over the years to become one of the country's biggest success stories. With over 1 Billion connections and 925 Million Visitor Location Register ("VLR") subscribers, India continues to be the world's second largest telecommunications' market, next only to China. In 2015, VLR subscribers in India grew by about 9% which was above the global growth of connections at 5%. India is also the third-largest smartphone market in the world. There were 185 million smartphone connections as of mid-2015. With technology migration already under way and accelerating, more than 40% of mobile connections are forecasted to be running over mobile broadband networks by 2020.

Mobile services and connectivity which two decades ago could have been termed as a luxury, has quickly evolved into a basic need and is already on a path to becoming more than that. Society today has made itself so used to telecommunications that it affects us in all aspects of our life – social, work, health, finance, education and the list goes on. Communication is a hugely important aspect not just for individuals but also small and large scale businesses to the extent that the global economy would probably collapse if it was to be taken away.

The teledensity in India still lags compared to other major economies of the world. As can be seen from the chart, even countries with similar demographic and economic profiles such as Brazil, China and Russia have achieved much higher penetration of mobile services.



Further, it is interesting to note that India's teledensity is characterized by high penetration in some service areas, while others have still not seen a large scale adoption yet. There exists a stark difference in the rural and urban teledensity in India. As of March 31, 2016, the urban teledensity was 149% while the rural teledensity was still at 51%. A logical inference drawn out of the fact is that a significant proportion of the population of India, which is approximately half of the entire rural population of India, is still waiting to be connected. That is a significant group of subscribers which are going to get added to the telecom networks in the coming years. This is challenging for telecom service providers. On one hand the network coverage needs to be expanded for more inclusion while on the other hand the

urban subscribers demand more and more bandwidth with lesser delays over existing networks.

The road to a comprehensive solution seems even steeper when combined with the fact that the busy-hour traffic as compared to the average-hour traffic is increasing significantly each year. One of the key factors affecting the busy-hour traffic in relation to average traffic growth is the higher than ever streaming of video over mobile networks. Video usage tends to occur during evening hours and has a "prime time", unlike general web usage that occurs throughout the day. As a result, more video usage means more traffic during the peak hours of the day. Globally, mobile busy-hour traffic is expected to be 88% higher than average-hour traffic by 2020, compared to 66% in 2015.

And things are far from slowing down. In India, the mobile data traffic is expected to increase 12 times between 2015 and 2020 from 148.9 Petabytes per month to 1.7 Exabytes per month. Mobile video traffic on the other hand, which is about 40% of the total data traffic today, is expected to grow 20 times between 2015 and 2020. This will take mobile data to about 70% of the total data traffic.

This anticipated quantum of traffic means the need to invest intelligently in networks with better and more efficient means to support the traffic. Telecom service providers have been scaling up their network with increase in capital expenditure in the recent past.

The Company is continuously evaluating and improving its network as well as operational strategy to be able to satisfy the increasing needs of the evolved new age customers.

KEY REGULATORY DEVELOPMENTS / LITIGATIONS

Spectrum Sharing

Department of Telecommunications ("DoT") has notified the guidelines for spectrum sharing on September 24, 2015. The salient features of the quidelines are as follows:

Both types of spectrum, acquired through auction and/or administratively allotted spectrum can be shared; in case of administrative allocation, sharing is allowed only after paying the One Time Spectrum Charges ("OTSC") or in case the matter is subjudice, Bank Guarantee equivalent to demand raised by DoT to be submitted.

All access spectrums including traded spectrum will be sharable provided that both licensees are having spectrum in same band.

Spectrum Usage Charges ("SUC") rate of each of the licensees post sharing shall increase by 0.5% of the Adjusted Gross Revenue ("AGR"); for the purpose of charging SUC, licensees shall be considered as sharing their entire spectrum holding in the particular band in the entire Licensing Service Area ("LSA").

For spectrum cap, the prescribed limit shall be applicable for both licensees individually, spectrum holding of any licensee post sharing shall be counted after adding 50% of the spectrum held by other licensee in the band.

Spectrum Trading

DoT has issued Spectrum Trading Guidelines on October 12, 2015. The salient features of the guidelines are as follows:

Permitted between two access providers only on outright transfer basis. Original validity of the spectrum shall remain.

Spectrum for which latest market determined price has been paid is only allowed to be traded.

Spectrum acquired through auction can be traded only post 2 years of the acquisition.

On consideration received from trading, licence fee and SUC shall be payable.

SUC is applicable on the total quantum of spectrum, including spectrum acquired through trading.

Harmonization of Spectrum in 800 and 1800 MHz

Harmonization in 1800 MHz Band

Out of 75 MHz of spectrum in 1800 MHz band, 55 MHz has been earmarked for commercial mobile service and 20 MHz for Defence band.

As part of harmonization exercise, operators holding spectrum in Defence band will move from Defence band to commercial band and vice versa.

In the run-up to the spectrum auction in 2016, DoT has initiated the harmonization exercise in 1800 MHz band and the same has been completed.

Harmonization in 800 MHz Band

With a view to increase spectrum efficiency and exploring the possibility to make more spectrums available, harmonization exercise has started in 800 MHz band as well.

Policy on Liberalization of Administratively Allocated Spectrum in 800 and 1800 MHz

DoT has issued guidelines for liberalization of administratively allocated spectrum in 800 and 1800 MHz bands on November 5, 2015. The salient features of the guidelines are as follows:

Telecom Service Providers ("TSPs") can get their administratively allocated spectrum converted into liberalized spectrum for the remaining validity of their licenses after payment of latest auction determined price on pro-rata basis.

OTSC will be charged up to the date of liberalization.

Entire holding of administrative spectrum in a circle has to be liberalized.

TSPs to get refund of entry fee paid on pro-rata basis for the remaining validity of license.

Spectrum Auction

Telecom Regulatory Authority of India ("TRAI") recommendation on Valuation and Reserve Price of Spectrum in 700, 800, 900, 1800, 2100, 2300 and 2500 MHZ Bands:

Spectrum Availability

700 MHz: Entire available spectrum (2x35MHz) in the 700 MHz band to be put up in upcoming auction.

800 MHz: DoT to carry out carrier re-assignment in 800 MHz band to ensure contiguity and that entire spectrum available for commercial use is put to auction. On the Company's surrendered spectrum, such spectrum not to be kept idle and DoT will take appropriate legal remedies to put it in the upcoming auction.

1800 MHz: DoT must complete harmonization in 1800 MHz band with Defence and TSPs before upcoming auctions and entire spectrum so made available should be up for bidding preferably in block of 5 MHZ.

2100 MHz: Entire available spectrum in 2100 MHz band, including spectrum taken back from STel, should be put to auction.

Spectrum Cap

Spectrum cap remains unchanged at 25% of the 'total spectrum assigned' in 700/800/900/1800/2100/2300/2500 MHz bands and 50% within a given band in a LSA.

Regulation on Prohibition of Discriminatory Tariffs for Data Services

TRAI, on February 8, 2016, released the Regulation on Prohibition of Discriminatory Tariffs for Data Services.

The key features of the Regulation includes that no service provider shall offer or charge discriminatory tariffs for data services on the basis of content or enter into any arrangement, agreement or contract, with any person, that has the effect of discriminatory tariffs for data services being offered or charged by the service provider for the purpose of evading the prohibition in this regulation. Service Provider may reduce tariff for accessing or providing emergency services, or at times of public emergency.

Consequences of contravention of the regulation: In addition to direction of withdrawal of such tariff TRAI, may also order such Service Provider to pay, by way of financial disincentive, an amount of Rs. 50,000/- to Rs. 50 Lakhs for each day of contravention.

Dual Technology

The challenge by Cellular Operators Association of India to the Government of India's Dual Technology Policy is pending before the Supreme Court ("SC"). The matter will be listed in due course.

3G Intra Circle Roaming ("ICR")

Telecom Disputes Settlement and Appellate Tribunal ("TDSAT") judgment pronounced on April 29, 2014 held that intra-circle 3G roaming arrangements do not violate any licence provisions.

DoT has filed an appeal before SC and also an application seeking stay on the judgment passed by TDSAT. DoT's appeal was admitted, while no interim relief was granted by the SC. The matter is listed on July 24, 2016.

Adjusted Gross Revenue ("AGR") Definition

TDSAT has pronounced its judgment in April 2015, wherein the impugned demands have been set aside by the Tribunal and it has directed the DoT to rework the licence fee payable for the duration which was challenged.

Both, DoT and the Company (as well as other operators), have filed their respective appeals against the aforesaid judgment of Hon'ble TDSAT. The matter had come up for hearing in Hon'ble SC on February 29, 2016, wherein SC has said that DoT will continue to raise the demands as per its understanding, however, the same will not be enforced till the final decision in the matter.

One Time Spectrum Charges ("OTSC")

The Company received a demand note towards OTSC of Rs. 290 Crores for CDMA spectrum beyond 2.5 MHz band in Mumbai and Maharashtra circles (excess spectrum). The demand is with effect from January 1, 2013 till expiry of licence.

The Company filed a Writ Petition before Bombay High Court challenging the demand. The Bombay High Court has stayed the demand for OTSC.

Subsequently, the Company:

- retained 1.25 MHz (out of excess 2.5 MHz) in Mumbai and surrendered balance 1.25 MHz in August, 2013 and
- surrendered excess spectrum in Maharashtra in November, 2013.

- The Company has paid final fourth installment of OTSC for retaining excess 1.25 MHz band spectrum in Mumbai (Rs. 120 Crores).

Matter is on board for final hearing.

Electromagnetic Frequency ("EMF") Radiation Penalty

On November 4, 2008, DoT amended the Licence Agreement mandating licensees to conduct audits and provide self-certificates (pertaining to radiation levels of cell sites) annually.

On October 11, 2012, DoT while laying down "Scheme of Penalty in case of violation of terms and conditions of License and Related Instructions on the matter of EMF Radiations" prescribed a uniform penalty of Rs. 5 Lakhs for each instance and levied demand retrospectively from May 2010.

Operators have filed five Joint Industry petitions before the TDSAT challenging the Circular dated October 11, 2012 as it empowers DoT to levy penalty on operators for the delayed submission of self-certificates; main ground of challenge being that the clauses of the Circular are arbitrary and discriminatory in nature as these prescribe totally disproportionate penalty for the alleged delayed submission of Self Certificates.

Hon'ble TDSAT has allowed the main Petition No. 271 of 2013 on March 29, 2016 and held that the scheme of penalty under Circular dated October 11, 2012 is unreasonable, unjust & unfair and that no penalty can be sustained. No BTSes in respect of which self certificate was submitted by March 31, 2011 can be held liable for penalty for non-submission/delayed submission. DoT to formulate a fresh scheme in light of the recommendations of the Committee constituted by it on July 26, 2013 and the observations made in the present judgment. The total demand under this petition was Rs. 199 Crores. Rest of the petitions amounting to approximately Rs. 3 Crores is pending adjudication.

Wireless Planning Commission ("WPC") Spectrum Dues

The Company filed a petition before TDSAT challenging the various demand notes raised by WPC, post which the demand was revised from Rs. 185 Crores to Rs. 123 Crores. Revised demand is primarily due to AGR re-assessment, charging of compound interest and levy of penalty (and interest on penalty) on the Company for the period FY 2005-06 to FY 2011-12.

The matter was listed for final hearing on January 13, 2016 wherein the petition was disposed off with the direction that until the disposal of the said Civil Appeal in the Hon'ble Supreme Court, the Petitioner shall not be compelled to pay penalty with regard to backhaul for Mumbai and Maharashtra and the Respondent shall refrain from taking any coercive steps against the Company.

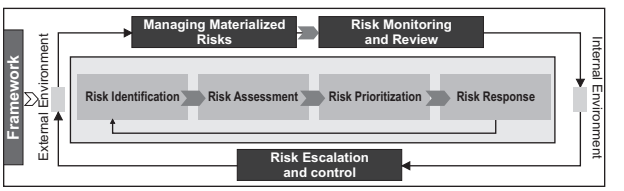
RISKS AND CONCERNS

This section discusses the various aspects of enterprise-wide risks management. It might be noted that the risk related information outlined here is not exhaustive and is for information purpose only.

The Company has formulated a well defined and dynamic enterprise risk management ("ERM") program. The program is governed by a comprehensive risk management policy, which, amongst others, includes the risk management governance structure and the risk management process.

A Central Risk Office has been established to actively monitor the risk management process. Results of the risk management activities are periodically presented to the Risk Steering Committee and Audit Committee of the Board of Directors.

The risk management process enables proactive identification, recording, tracking of risks and monitoring of mitigation plans to respond to changes in business and regulatory environment. The risk management process is embedded in all facets of Company's work systems, thereby reassuring all stakeholders, customers, investors, employees and partners of the Company's business sustainability.



The ERM framework aims to realize the following benefits for the organization:

1. Enhance risk management;
2. Facilitate risk based decision making;
3. Improve governance and accountability;
4. Enhance credibility with key stakeholders such as investors, employees, government, regulators, society etc.;
5. Protect and enrich stakeholder value.

The Company is exposed to a number of risks such as market risks, spectrum renewal risks, regulatory risks, technology risks, financing risks and competition risks. An effective and dynamic risk management process enables the Company to manage and mitigate the impact of these risks. The key risks facing the Company include:

1. Market Risk

In the last 20 years the growth in mobile services has been driven largely by voice. The driver of growth for the future is expected to be data services. We are already seeing the positive growth opportunities on the back of 3G and now,

more recently, 4G service offerings in the market from other players. The gap to the competition in terms of the spectrum and network infrastructure investments that would be required for the company to be able to compete on a comparable footing is vast and growing. The Company would not be able to make those level of investments given its current position and consequently would be weaker than other players in the market especially as data becomes more and more the engine for growth.

2. Spectrum Renewal Risk

The licences of the Company and the associated administered spectrum allocated in the past in Mumbai and Maharashtra are coming up for renewal in September 2017. In order to be able to continue its mobile services in Mumbai & Maharashtra in an effective manner, it is imperative that the Company wins back enough spectrum in key bands in both circles. There is a possibility that the market auction demand for spectrum will far exceed what becomes available and is put up for auction. Consequently bidding could be aggressive by other operators and the Company may not be able to acquire the required spectrum at a cost that is supported by its business cases and its ability to fund the spectrum. The ability of the Company to continue operations in mobility would be severely compromised in circles where it does not win back enough spectrum. Winning back enough spectrum at an affordable price is key to continuing mobile operations in any circle.

3. Regulatory Risks

Telecom Policies in areas of dual technology licence, allocation of spectrum, EMF radiation, green technology issues, security guidelines and the decision to charge OTSC within contracted quantum of spectrum etc. have led to litigation and these issues are now pending before various courts.

The Company's licences and spectrum allocations are for fixed periods and are renewable for additional terms subject to approvals and successful bidding in future auctions.

4. Technological Risks

The technological landscape within the telecom industry continues to change rapidly. New services offerings such as 4G are being launched by competition and these products would compete with the existing voice and data offerings of the Company and could impact its current market share and pricing. CDMA technology has continued to witness a gradual decline globally.

Such changes in technology may require the Company to invest in newer technologies – both spectrum and capex - which would demand significant capital investments.

5. Financing Risks

The Company may not be able to raise adequate capital to meet its spectrum and capital expenditure requirements or the terms of raising fresh capital may not be in line with past terms and conditions and/or may be subject to such covenants which may be challenging for the Company to adhere to thereby impacting the costs of not only incremental capital but also existing debt adversely.

The Company has experienced difficulties in its borrowing programs in the past when the telecom sector was faced with uncertainties and continued uncertainty around various business and regulatory parameters may continue to affect the ability of the Company to raise additional funds from Banks and Financial Institutions.

The Company does not meet the financing covenants set under various loan agreements. Approvals for deferring the measurement by one year has been received from majority of lenders. Discussions are continuing with lenders for resetting the covenants and harmonization of loan payments.

6. Competition Risks

The Indian telecommunication industry continues to witness intense competition. Over the past year, the focus of the telecom companies has shifted from voice to the high growth domain of data services. Efforts by operators (existing and new) to penetrate 3G services further and 4G services offerings could further intensify competition in data services. Competition also creates need for continued significant expenditure on marketing and advertising to ensure sustainability and growth of the Company's revenues. The increasing popularity of the same frequencies of 2G for providing 4G services (e.g. 1800 MHz) is further adding to the intensity of demand for that band and at a time when operators like ourselves have to renew that spectrum to sustain even our 2G customers. While the Company will ensure all efforts to sustain and grow its revenues, due to factors beyond the control of the Company, the Company may not be successful or fall short of its targets.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

An Audit Committee of the Board of Directors has been constituted as per the provisions of Section 177 of the Companies Act, 2013 (the "Act").

The internal audit for various functions/aspects is conducted by the independent firms, which conduct reviews and evaluation and present their reports to the Audit Committee and the management at regular intervals.

The Internal Auditors' reports dealing with internal control systems are reviewed by the Audit Committee and appropriate actions are taken, wherever necessary.

OPPORTUNITIES AND THREATS

Opportunities

The evolving Indian telecom market continues to provide operators with new growth opportunities.

In the spectrum auctions concluded in March 2015, the industry players have committed Rs. 109,875 Crores to acquire spectrum in the 800 MHz, 900 MHz, 1800 MHz and 2100 MHz bands. Such large investments made by telecom operators to acquire spectrum could possibly lead to upward pressures on tariffs during the next year.

The Indian wireless data market is in its nascent stage. The projected increase in smartphones' penetration levels (4 to 5 times between 2014 to 2019) will lead to faster growth of the data services in coming years and provide the operators with an opportunity to focus on servicing data needs of the consumer and acquire a share in this segment.

New business services such as Wi-Fi provide potential for the operators to expand the breadth of their services and remain relevant in the market.

Wireline data services continue to be an attractive opportunity and your Company is benefiting from the optical fibre infrastructure it has in its key markets.

Emerging applications and service areas are expected to be another source of market growth in the future e.g. mobile payments.

Thus, increase in data volumes and the availability of new applications and services coupled with the increasing penetration of smartphones, is expected to be the key growth enablers in the near future.

Threats

A stable regulatory and economic environment is critical for realizing the telecom sector's growth potential.

Further, the competitive intensity in the telecommunications sector is expected to remain a challenge for all service providers due to launches by new operators, introduction of new technologies, aggressive pricing and marketing practices and fierce competition in bidding for spectrum.

HUMAN RESOURCES ("HR")

With the changing workforce dynamics and business requirements, it is important to streamline the Company's HR practices to cater to organizational needs more effectively. The Company continued to focus on capability building and talent development during the year, with the ultimate objective of increased higher productivity of employees.

The Company developed its new learning and development model which emphasizes on functional needs of the employees and is an evolution over its previous editions. This has been developed in line with the global trends and the need for employees to keep pace with rapid changes in their respective fields.

The Company also continued the automation and centralization of its processes with the goal of improving efficiency of the employees and the organization.

The Company had a total of 1,051 employees on its rolls as on March 31, 2016.

QUALITY AND PROCESSES

The Company was awarded ISO 27001:2013 (Information Security Management System) certification and ISO 22301:2012 (Business Continuity Management System) certification by BSI in May 2015.

The Company adopted **Value based audit approach** for process audits which focuses on Quality of process design, Quality of inputs to the process and Quality of conformance to process requirements. In this approach emphasis is on business outcomes, such as, customer satisfaction & profitability. The business processes were audited on parameters like manpower competency, efficiency and effectiveness of IT applications and work methods as well as management of key process indicators.

A knowledge repository of business processes (QPR) was created, to enable enhanced customer delivery, at multiple dimensions – Competency building of new process performers, Accelerating re-engineering & process simplification efforts, as a reference for compliance audits and aiding development & enhancement of IT systems, priority for completion was given to critical business processes.

A periodic review of performance of these processes, anchored by BE function, is done using 'lead KPIs.' Low performing areas trigger structured root cause analysis and correction and more complex challenges are addressed through cross functional projects. The Company chose over **40 such projects** this year and approached them using the FITT (Framework for Improvement in Tata Teleservices), a tool set developed in-house. Benchmarking and adoption of best practices, both within and outside the industry, have been institutionalized as part of FITT framework.

In order to sustain the gains achieved through these projects and also to empower line managers to deliver consistently in their day to day operations, the Company under took Daily Work Management System (DWMS) as a new initiative. The pilot results have been encouraging.

The Company has introduced Certification based Competency Program on Business Excellence. The objective is to build an empowered workforce, with the right competencies, tools and authority to continuously improve their work and business processes in a structured manner, thus managing and ensuring positive impact on critical KPIs relating to customer, profitability or growth; make structured improvement and process management a way of working and Build appreciation and an ability to understand, design and manage the interconnected 'systems perspective' in the middle and senior leadership roles. Operational excellence programs for Junior and middle management are 'QUICK' certification and 'QUICK PLUS' certification; Business

excellence programs for Senior management relating to TBEM (Tata Business Excellence Model) form a part of the Competency program.

Relevant Business Excellence and Operational Excellence certification is now an additional criterion for employee growth over and above the career movement guidelines.

The Company promotes a culture of innovation and has provided various forums/platforms for employees to post innovative ideas and suggestions against business challenges and to showcase their innovations.

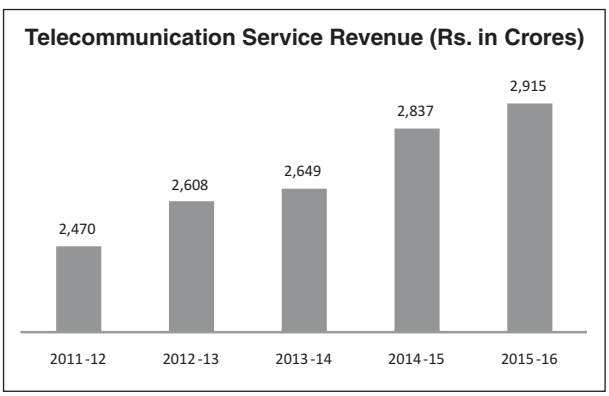
KEY FINANCIAL INFORMATION & OPERATIONAL PERFORMANCE

Revenue from Telecommunications service

As on March 31, 2016, the Company had a total wireless subscriber base of 9.9 Million as compared to previous year level of 10.3 Million. There was a reduction in subscriber base of CDMA technology by about 10% while the subscriber base for GSM was almost flat.

CDMA technology is a part of a globally diminishing ecosystem, and has seen a gradual decline in customer base as well as revenue over the last few years. GSM technology although new for the Company is a part of a growing ecosystem and has so far the growth in GSM has compensated for the decline in CDMA.

The Company's service revenue for the year ended March 31, 2016 increased to Rs. 2,915 Crores as against Rs. 2,837 Crores in the previous year.



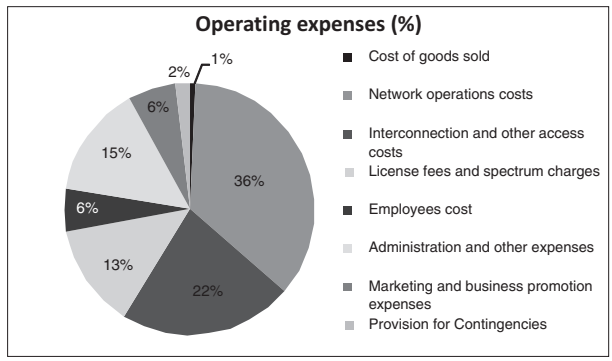
Even with a lower subscriber base, operating revenue was higher for the year with a growth of about 3% during the year.

Other Income

Other income during the year stood at Rs. 110 Crores (Previous year Rs. 102 Crores) which included income from rendering of services to the tune of Rs. 53 Crores (Previous year Rs. 56 Crores).

Operating expenses

Operating expenses including provision for contingencies for the year were recorded at Rs. 2,182 Crores as against Rs. 2,293 Crores in the previous year. The major components of the total operating expenses are as follows –

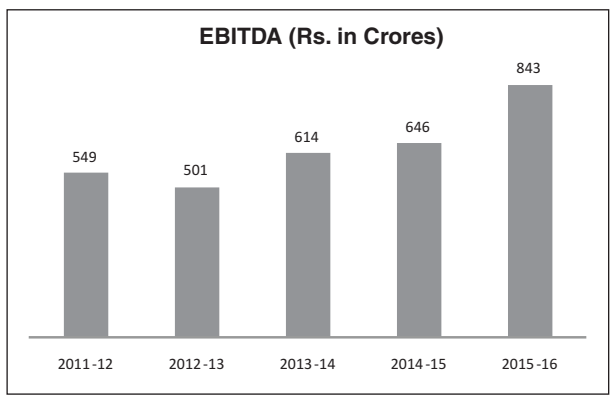


The Interconnection and other access costs dropped significantly from 25% in the previous year to 22%. This was primarily on account of change in Interconnect Usage Charges ("IUC") on incoming traffic due to change in IUC regulations effective from March 2015.

There was also a marginal reduction in total employee costs during the year as compared to the previous year as a result of the Company's initiatives to keep the operating costs in check.

Earnings Before Interest, Tax, Depreciation and Amortization ("EBITDA")

The focus during the last couple of years for the Company has been on optimizing its operations and increasing the asset utilizations. Due to these efforts, the Company continues to witness an improvement in the EBITDA.



Net loss

The Company's loss before exceptional items was Rs. 469 Crores as compared to last year level of Rs. 615 Crores. However, in view of the expiry of telecom licence in

September 2017, the Company has recorded a provision for impairment of CDMA fixed assets of Rs. 29 Crores which is recognized as an exceptional item. The reported net loss for the Company was Rs. 498 Crores.

Balance Sheet

The Shareholders' Funds was Rs. 3,466 Crores (Negative) as at March 31, 2016 against Rs. 2,968 Crores (Negative) as at March 31, 2015.

Total borrowing for the Company (including long term borrowing, short term borrowing, current maturities of long term borrowing and long term debt payable on demand, acceptance, payables under usance letter of credit and deferred spectrum liability) was Rs. 11,666 Crores as compared to Rs. 7,579 Crores in the previous year.

The Net Block (including tangible as well as intangible assets) as at March 31, 2016 reduced to Rs. 3,902 Crores as compared to Rs. 4,188 Crores in the previous year. The Company has significant assets under development and Capital Work in Progress of Rs. 4,246 Crores relating primarily to the spectrum acquired in March 2015 auction.

OUTLOOK

The outlook for the Company continues to be positive with the telecom sector continuing to offer opportunities, both in voice and data, to quality operators in the long run.

Albeit a late entrant, the Company's GSM business has witnessed healthy growth driven by a focus on the growing subscriber base, process improvement across business lines and brand strength. The Company continues to focus on profitable revenue growth, with specific focus on data, tapping the growing data market.

The broad strategy of the Company would revolve around:

1) Renewing Spectrum and continuing Mobile Operations

   The immediate focus of the Company is to renew spectrum in its two circles that would enable it to carry on operations when the licenses and spectrum expire in September 2017. It is imperative that the Company get adequate spectrum at an affordable price and within its ability to fund in an increasingly competitive environment.

2) Driving profitable growth

   The Company has been striving for the last few years to expand its operating profit margins and various initiatives have already starting bearing fruits of the same. The operating profit has been growing as a result of bold initiatives undertaken by the Company to keep a check on costs while growing the revenue steadily.

3) Customer centricity and process improvements

   The Company is plowing a two pronged approach. On one end it is improving the customer's experience with everyday services such as billing, collections, call centers as well as improving the overall experience at all critical touch points with the customer. On the other end, the Company is also concentrating on providing superior services to its best customers which include retention tools and schemes, special help desks at retail stores and empowered employees for faster resolution of any concerns.

4) Stronger organization

   The Company plans to continue investing in its strongest assets which are the employees. There is a framework laid out to ensure that the Company engages in quality hiring, building its leadership capability and maintaining a strong emotional connect with its employees.

The aforementioned strategy of the Company is subject to the risks and concerns highlighted above.

Also, to tap the emerging opportunities in new-generation services, the Company has a dedicated team to focus on non-voice services, which will be the driver of revenues and margins in the future. Several services have been launched already such as home surveillance, smart tracking solutions, m-commerce and other machine-to-machine solutions. The changing needs of the customers will necessitate that the Company continue to evolve with the market if they are to truly provide value and remain competitive on a sustained basis.

Expectations in the reports are in the opinion of the management and may not necessarily fructify.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF
TATA TELESERVICES (MAHARASHTRA) LIMITED

Report on the financial statements

We have audited the accompanying financial statements of **TATA TELESERVICES (MAHARASHTRA) LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its loss and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note 45 which states the basis on which the financial statements have been prepared on a going concern basis. As of March 31, 2016, the accumulated losses of the Company exceeded its paid-up capital and reserves and the Company's current liabilities exceeded its current assets The Company's going concern basis, as more fully described in note 45, is dependent on successful renewal of the spectrum and the successful outcome of its negotiation with the lenders to meet the fund requirements to achieve its projections. If the Company is unable to renew the spectrum or successfully roll forward or refinance the short-term borrowings, then the Company may not be able to meets its obligations or realize its assets in the normal course of business.

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.

e) The going concern matter described under the Emphasis of Matter paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.

f) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements– Refer Note 27 (II) to the financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Saira Nainar
Partner
Mumbai, 25th June, 2016 Membership No. 040081

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 (g) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Tata Teleservices (Maharashtra) Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Saira Nainar
Partner
Mumbai, 25th June, 2016 Membership No. 040081

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

i. In respect of its fixed assets:

a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets on the basis of available information.

b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.

c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as fixed asset in the financial statements, the lease agreements are in the name of the Company, where the Company is the lessee in the agreement.

ii. As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.

iv. The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposit during the year.

vi. The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and The Cost Accounting Records (Telecommunication Industry) Rules, 2011 prescribed by the Central Government under Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax ,Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty and Value Added Tax which have not been deposited as on March 31, 2016 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (Rs. in Crores)	Amount unpaid (Rs. in Crores)
The Income-tax Act, 1961	Income tax demand	Commissioner of Income Tax (Appeal)	AY 2005-06 to 2012-13	88.71	7.67
The Income-tax Act, 1961	Income tax demand	Income Tax Appellate Tribunal	AY 2003-04 to 2012-13	21.50	14.20
Finance Act	Service tax demand	Custom Excise & Service Tax Appellate Tribunal	April 2004 to March 2014	351.72	343.48
Finance Act	Service tax demand	Additional Commissioner of Service Tax, Mumbai-II	FY 2008-09 to 2011-12	0.83	0.80
Finance Act	Service tax demand	Commissioner Service Tax, Mumbai-II	FY 2008-09 to 2011-12	40.42	40.42
Finance Act	Service tax demand	Commissioner Service Tax, Mumbai	FY 2011-12 to 2014-15	8.50	8.50

viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government and dues to debenture holders.

ix. In our opinion and according to the information and explanations given to us, money raised by way of initial public offer/ further public offer (including debt instruments) and the term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of

section 197 read with Schedule V to the Companies Act, 2013.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

xiii. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

xvi. The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W - 100018)

Saira Nainar
Partner
Membership No. 040081

Mumbai, 25th June, 2016

BALANCE SHEET AS AT MARCH 31, 2016

	Note No.	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share capital	**3**	**1,954.93**	1,954.93
(b) Reserves and surplus	**4**	**(5,420.97)**	(4,923.01)
		(3,466.04)	(2,968.08)
(2) Non Current Liabilities			
(a) Long-term borrowings	**5**	**7,251.58**	5,009.85
(b) Other long-term liabilities	**6**	**285.65**	11.77
(c) Long-term provisions	**7**	**3.26**	4.33
		7,540.49	5,025.95
(3) Current Liabilities			
(a) Short-term borrowings	**8**	**2,180.84**	1,761.37
(b) Trade payables	**9**	**787.70**	704.23
(Includes dues of Micro, Small and Medium Enterprises Rs 1.23 crores (March 31, 2015 Rs 0.13 crores))			
(c) Other current liabilities	**10**	**2,451.28**	985.25
(d) Short-term provisions	**11**	**629.98**	535.22
		6,049.80	3,986.07
Total		**10,124.25**	6,043.94
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed assets	**12**		
(i) Tangible assets		**2,214.40**	2,947.05
(ii) Intangible assets		**1,687.97**	1,241.08
(iii) Capital work - in - progress		**47.59**	46.40
(iv) Intangible assets under development	**28**	**2,198.23**	-
(v) Right to spectrum, earmarked pending allotment	**28**	**2,000.47**	-
		8,148.66	4,234.53
(b) Long-term loans and advances	**13**	**802.51**	1,322.55
(c) Other non-current assets	**14**	**86.18**	-
(2) Current Assets			
(a) Current investments	**15**	**590.61**	-
(b) Inventories	**16**	**4.68**	12.42
(c) Trade receivables	**17**	**210.95**	199.95
(d) Cash and bank balances	**18**	**67.00**	49.49
(e) Short-term loans and advances	**19**	**89.01**	102.71
(f) Other current assets	**20**	**124.65**	122.29
		1,086.90	486.86
Total		**10,124.25**	6,043.94

See accompanying notes forming part of the financial statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

Saira Nainar
Partner

Place: Mumbai
Date : June 25, 2016

For and on behalf of the Board of Directors

Kishor A. Chaukar
(Chairman)
(DIN No. 00033830)

N. Srinath
(Managing Director)
(DIN No. 00058133)

Kush S. Bhatnagar
(Chief Financial Officer)

Kiran Thacker
(Company Secretary)

Place: Mumbai
Date : June 25, 2016

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

	Note No.	For the year ended March 31, 2016 Rs. in crores	For the year ended March 31, 2015 Rs. in crores
I. Income			
(a) Revenue from operations	**21**	**2,972.09**	2,892.73
(b) Other income	**22**	**53.19**	46.27
TOTAL REVENUE		**3,025.28**	2,939.00
II. EXPENSES			
(a) Employee benefits expenses	**23**	**120.50**	158.53
(b) Operating and other expenses	**24**	**2,005.58**	2,064.91
(c) Cost of goods sold	**25**	**17.67**	32.70
(d) Finance cost	**26**	**755.04**	650.78
(e) Depreciation and amortisation expenses (Net of reversals)	**12**	**556.70**	610.93
(f) Provision for contingencies	**43**	**38.30**	36.40
TOTAL EXPENSES		**3,493.79**	3,554.25
III. Loss before exceptional items and tax		**(468.51)**	(615.25)
IV. Exceptional items			
Provision for impairment of fixed assets	**29**	**29.45**	-
V. Loss after exceptional items but before tax		**(497.96)**	(615.25)
VI. Tax expense			
Current tax		**-**	-
VII. Loss for the year		**(497.96)**	(615.25)
VIII. Earnings per share - Basic and Diluted (Rs.)		**(2.55)**	(3.15)
(Refer note 41)			
Par value (Rs.)		**10.00**	10.00

See accompanying notes forming part of the financial statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

Saira Nainar
Partner

Place: Mumbai
Date : June 25, 2016

For and on behalf of the Board of Directors

Kishor A. Chaukar
(Chairman)
(DIN No. 00033830)

N. Srinath
(Managing Director)
(DIN No. 00058133)

Kush S. Bhatnagar
(Chief Financial Officer)

Kiran Thacker
(Company Secretary)

Place: Mumbai
Date : June 25, 2016

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

		April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
A	**Cash flows from operating activities**		
	Loss before extraordinary items and tax	**(497.96)**	(615.25)
	Adjustments for :		
	Depreciation and amortisation expense	**556.70**	610.93
	Provision for impairment of fixed assets	**29.45**	-
	Loss on sale of fixed assets	**1.20**	1.02
	Liabilities / provisions no longer required written back	**(23.92)**	(39.41)
	Provision for doubtful trade and other receivables, loans and advances	**48.02**	39.26
	Provision for contingencies	**38.30**	36.40
	Finance cost	**755.04**	650.78
		1,404.79	1,298.98
	Operating profit before working capital changes	**906.83**	683.73
	Changes in working capital:		
	Adjustments for (increase) / decrease in operating assets:		
	Inventories	**7.74**	(7.98)
	Trade receivables	**(57.18)**	29.14
	Short-term loans and advances	**11.86**	33.06
	Long-term loans and advances	**(123.79)**	(48.84)
	Other non-current assets	**(86.18)**	-
	Other current assets	**(2.36)**	(65.05)
	Adjustments for increase / (decrease) in operating liabilities:		
	Trade payables	**101.55**	30.59
	Other current liabilities	**(6.25)**	28.24
	Short-term provisions	**0.82**	0.95
	Long-term provisions	**(1.07)**	0.11
	Cash generated from operations	**751.97**	683.95
	Net income tax (paid) / refund	**43.71**	(48.04)
	Net cash generated from operating activities	**795.68**	635.91
B	**Cash flow from investing activities**		
	Capital expenditure on fixed assets (including capital advances and Right to spectrum, earmarked pending allotment)	**(608.46)**	(785.44)
	Proceeds from sale of fixed assets	**1.14**	0.44
	Net cash used for investing activities	**(607.32)**	(785.00)
C	**Cash flow from financing activities**		
	Proceeds from long term borrowings	**1,350.00**	900.00
	Repayment of long term borrowings	**(639.12)**	(433.73)
	Proceeds from short term borrowings	**1,628.74**	1,893.56
	Repayment of short term borrowings	**(1,056.62)**	(1,564.25)
	Proceeds / (Repayment) of cash credit accounts (Net)	**(171.44)**	(11.42)
	Finance cost paid	**(691.80)**	(607.23)
	Net cash generated from financing activities	**419.76**	176.93
	Net increase in cash or cash equivalents	**608.12**	27.84
	Cash and cash equivalents at the beginning of the year	**49.48**	21.64
	Cash and cash equivalents at the end of the year	**657.60**	49.48
		608.12	27.84
	Reconciliation of cash and cash equivalents with the Balance Sheet:		
	Cash and Bank Balances (Refer Note 18)	**67.00**	49.49
	Less: Bank balances not considered as cash and cash equivalents as - In other deposit accounts (original maturity more than 3 months)	**0.01**	0.01
	Add: Current investments considered as part of cash and cash equivalents (Refer Note 15)	**590.61**	-
	Cash and cash equivalents at the end of the year	**657.60**	49.48

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Saira Nainar
Partner

Place: Mumbai
Date : June 25, 2016

For and on behalf of the Board of Directors

Kishor A. Chaukar
(Chairman)
(DIN No. 00033830)

N. Srinath
(Managing Director)
(DIN No. 00058133)

Kush S. Bhatnagar
(Chief Financial Officer)

Kiran Thacker
(Company Secretary)

Place: Mumbai
Date : June 25, 2016

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 1:

Corporate Information

Tata Teleservices (Maharashtra) Limited ("the Company" or "TTML"), was incorporated on March 13, 1995. The Company is licensed to provide basic and cellular telecommunication services. The Company presently holds two Unified Access (Basic and Cellular) Service Licenses, one for Mumbai Service Area and another for Maharashtra and Goa and provides telecommunication services using Code Division Multiple Access (CDMA) technology/ Global System for Mobile Communications (GSM) technology under the aforesaid licenses. The Company also holds 3G spectrum in Maharashtra and Goa circle (excluding Mumbai). The company has obtained 2 blocks of 1.25 MHz each of 800 MHz in Mumbai & Maharashtra circle. The company has applied for unified license for Mumbai circle.

Note 2:

Significant Accounting Policies

The significant accounting policies have been predominantly presented below in the order of the Accounting Standards (AS) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

a) Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Differences between actual results and estimates are recognised in the periods in which the results are known / materialise.

c) Fixed Assets

Fixed assets are stated at their historical cost of acquisition or construction, less accumulated depreciation/amortisation and impairment loss, if any. Cost includes all costs incurred to bring the assets to their working condition and location (also refer note 30) and Site Restoration cost obligations where outflow of resources is considered probable.

Assets retired from active use and held for disposal are stated at lower of net book value and net realisable value.

Expenditure related to and incurred during the construction period of switches and cell sites are capitalised as part of the construction cost and allocated to the relevant fixed assets.

Capital inventory comprises switching equipment, field unit cards, and capital stores that are carried under capital work-in-progress till such time they are issued for new installation or replacement.

The Company capitalises software and related implementation costs as intangible assets, where it is reasonably estimated that the software has an enduring useful life.

License and spectrum fees paid by the Company for acquiring licenses and spectrum to operate telecommunication / internet telephony services are capitalised as intangible assets.

Indefeasible Rights of Use ('IRU') bandwidth capacities by the Company are capitalised as intangible assets.

Assets acquired pursuant to an agreement for exchange of similar assets are recorded at the net book value of the assets given up, with an adjustment for any balancing receipt or payment of cash or any other form of consideration.

d) Depreciation

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

i) Tangible Fixed assets are depreciated on a straight line basis. Depreciation on tangible fixed assets has been provided as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under, based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support etc.:

	Useful Life (In years)	
	As per Company	As per Schedule II
Plant and Machinery		
- Network Equipment	12	13
- Air- Conditioning Equipment	6	10
- Generators	6	10
- Electrical Equipments	4-6	10
Office Equipments	3	5
Furniture and Fittings	3	10
Vehicles	5	8

ii) Leasehold land and premises are amortised over the period of lease.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

iii) License and spectrum fees are amortised uniformly over the original license period of 20 years / extended period as permitted by DoT, as applicable, from the date of commencement of operations. Since the Company has the intention of being in business for a period well beyond 10 years and the telecommunication business cannot be carried on without the Telecom license, the useful life of the asset will exceed the rebuttable presumption of 10 years under AS 26 on "Intangible Assets".

iv) Indefeasible Right to Use ('IRU') bandwidth capacities by the Company are amortised over a period of fifteen years based on management estimate of useful life of the assets or period of the agreement whichever is lower.

v) Depreciation on additions and deletions to assets during the year is charged to revenue pro rata to the period of their use.

vi) The Company provides for obsolescence of its slow moving capital inventory by way of depreciation, at the rate of 33.33% p.a. of cost.

e) Foreign currency transactions and translations

i) Transactions in foreign currency are recorded at the original rates of exchange in force at the time transactions are effected.

ii) Foreign currency denominated assets and liabilities are reported as follows:

a) Monetary items are translated into rupees at the exchange rates prevailing at the balance sheet date. Non-monetary items such as fixed assets are carried at their historical rupee values.

b) Gains/losses arising on settlement of foreign currency transactions or restatement of foreign currency denominated assets and liabilities (monetary items) are recognised in the statement of profit and loss, except for long term assets/liabilities which pertain to acquisition of fixed assets which are adjusted in the cost of fixed assets.

iii) In case of forward exchange covers, the premium or discount arising at the inception of the contract, which are not intended for trading or speculation purposes, is amortised as expense or income over the life of the contract except those relating to hedged long term liabilities which pertain to acquisition of fixed assets which are adjusted to the cost of fixed assets. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made, except those relating to hedged long term liabilities which pertain to acquisition of fixed assets which are adjusted to the cost of fixed assets.

f) Derivative financial instruments

The Company enters into derivative contracts in the nature of interest rate swaps, cross currency interest rate swaps and forward contracts (refer accounting policy for foreign currency transactions and translations for accounting policy for forward contracts). Pursuant to the announcement on accounting for derivatives issued by the Institute of Chartered Accountants of India (ICAI), the Company provides for losses in respect of all outstanding derivative contracts at the balance sheet date by marking them to market. Any gains arising on such mark to market are not recognised as income.

g) Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund and compensated absences.

Defined contribution plans

The Company's contribution to provident fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity fund, the Company participates in a group gratuity cum life assurance scheme administered by the Life Insurance Corporation (LIC). The cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date.

h) Revenue recognition

Revenue from telecommunication services is recognised as the service is performed on the basis of actual usage of the Company's network in accordance with contractual obligations and is recorded net of service tax. The amount charged to subscribers for specialised features which entitle them to access the network of the Company and where all other services and products are paid for separately, are recognised as and when such features are activated.

Unbilled revenues resulting from unified access services provided from the last billing cycle date to the end of each period are estimated and recorded. Revenues from Unified Access Services rendered through prepaid cards are recognized based on usage by the customers during the year and over the validity period in case of upfront collection.

Income from rendering other operating services are recognised as the services performed.

Revenue is recognised when it is earned and no significant uncertainty exists as to its ultimate realisation or collection.

i) Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan or 5 years, whichever is lower. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset are added to the cost of the assets.

j) Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

k) Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

l) Service tax input credit

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

m) Earnings per share

Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

n) Operating Leases

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.

o) Inventories

Inventories are valued at the lower of cost (weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

p) Income Tax

Current tax is the amount of tax payable on the taxable income for the period as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Deferred income tax reflects the current year timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years / period. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future income will be available except that deferred tax assets in case there are unabsorbed depreciation and losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same.

q) Impairment of assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

as an expense in the Statement of Profit and Loss.

The recoverable amount is the greater of the net selling price and their value in use. In assessing the value in use, the estimated future cash flows expected from the continuing use of the asset and from its ultimate disposal are discounted to their present values using a pre-determined discount rate that reflects the current market assessments of the time value of money and risks specific to the asset.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets such reversal is not recognised.

r) Investments

Current investments are carried individually, at the lower of cost and fair value. Long-term investments, are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Cost of investments include acquisition charges such as brokerage, fees and duties.

s) Provision for contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Contingent Liabilities are disclosed in respect of possible obligations that may arise from past events whose existence and crystallization is confirmed by the occurrence or non-occurrence of one or more uncertain future events not within the control of the Company. Contingent assets are not recognised in the financial statements.

t) Operating Cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

Note 3 :
Share Capital

	As at March 31, 2016		As at March 31, 2015	
	Numbers	**Rs. in crores**	Numbers	Rs. in crores
a) Authorised, issued, subscribed and paid up Share Capital:				
Authorised:				
Equity shares of Rs.10/- each with voting rights	**2,500,000,000**	**2,500.00**	2,500,000,000	2,500.00
	2,500,000,000	**2,500.00**	2,500,000,000	2,500.00
Issued, subscribed and paid up:				
Equity shares of Rs.10/- each fully paid-up with voting rights	**1,954,927,727**	**1,954.93**	1,954,927,727	1,954.93
	1,954,927,727	**1,954.93**	1,954,927,727	1,954.93
b) Reconciliation of the number of shares outstanding:				
Equity shares outstanding at the beginning of the year	**1,954,927,727**	**1,954.93**	1,954,927,727	1,954.93
Equity shares outstanding at the end of the year	**1,954,927,727**	**1,954.93**	1,954,927,727	1,954.93

c) Terms/rights attached to equity shares:

The Company has only one class of equity shares having par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

d) Equity shares held by the holding company and its subsidiaries and associates:

Of the above 1,234,358,382 equity shares are held by Tata Sons Limited (the holding company*) and its subsidiaries and associates as follows:

Name of the Shareholder	Relationship	As at March 31, 2016	As at March 31, 2015
Tata Sons Limited	Holding company	382,759,467	382,759,467
Tata Teleservices Limited	Subsidiary of holding company	714,317,891	714,317,891
The Tata Power Company Limited	Associate of holding company	137,263,174	137,263,174
Panatone Finvest Limited	Subsidiary of holding company	17,850	17,850

* Tata Sons Limited is the holding company as per definition given in section 2(46) of the Companies Act, 2013. However, it is not a holding company or any related party as per the definition stated in Accounting Standard 18.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

e) Details of equity shares held in the Company by each shareholder holding more than 5% shares

Name of the Shareholder	As at March 31, 2016		As at March 31, 2015	
	No of shares held	% of holding	No of shares held	% of holding
Tata Teleservices Limited	714,317,891	36.54	714,317,891	36.54
Tata Sons Limited	382,759,467	19.58	382,759,467	19.58
NTT Docomo Inc.	229,856,926	11.76	229,856,926	11.76
The Tata Power Company Limited	137,263,174	7.02	137,263,174	7.02

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 4 :		
Reserves and Surplus		
(a) Securities Premium	**525.43**	525.43
(b) Deficit in Statement of Profit and Loss		
Opening balance	**(5,448.44)**	(4,833.19)
Add: Loss for the year	**(497.96)**	(615.25)
Closing balance	**(5,946.40)**	(5,448.44)
	(5,420.97)	(4,923.01)
Note 5 :		
Long-Term Borrowings		
Secured		
(a) Term Loans		
- From banks (Gross)	**2,021.52**	2,660.64
Less: Current maturities of long term debt	**794.15**	638.96
Less: Long term debt payable on demand	**455.79**	-
	771.58	2,021.68
(b) Term Loans - from Others (Financial Institutions)	**1,000.00**	500.00
(c) External Commercial Borrowings (ECB)	**2,321.90**	2,191.35
Less: Long term debt payable on demand	**663.40**	-
	1,658.50	2,191.35
(d) Foreign Currency Non Resident Loans (FCNR)	**208.54**	196.82
Unsecured		
(a) Term Loans		
- From banks (Gross)	**200.00**	100.00
Less: Current maturities of long term debt	**200.00**	-
	-	100.00
(b) Non - Convertible Debentures	**750.00**	-
(c) Deferred payment liabilities for spectrum (Refer Note 28)	**2,862.96**	-
	7,251.58	5,009.85

Notes :

Long-Term Borrowings - Secured

(a) Term Loans from banks (Secured)

i) Stipulated securities for the loans are first pari passu charge on the assets of the Company and one or more of the following as per terms of the arrangements with respective banks:
- by pledge of shares held by Tata Teleservices Limited in the Company,
- by assignment of the proceeds on sale of network in the event of cancellation of the telecom license,
- by assignment of telecom license,
- by assignment of insurance policies and material project contracts,
- by sponsor support undertaking of Tata Sons Limited

ii) Terms of repayment :-
- Term loans from some banks are repayable in 36 quarterly installments by January 2019.
- Term loan from one bank is repayable in June 2016.
- Term loan from one bank is repayable in 4 half yearly installments ending on October 2017.

iii) Interest rate :-
- Interest rate for term loan from banks is in the range of 10.00% to 10.80 % p.a.

(b) Term loan from Financial Institutions

i) Stipulated securities for the loans are first pari passu charge on the assets of the Company and one or more of the following as per terms of the arrangements with respective Financial Institutions:
- by pledge of shares held by Tata Teleservices Limited in the Company,
- by assignment of the proceeds on sale of network in the event of cancellation of the telecom license,
- by assignment of telecom license,
- by assignment of insurance policies and material project contracts,

ii) Terms of repayment :-
- One term loan is repayable in 28 quarterly installments ending on March 2026.
- One term loan is repayable in 4 equal quarterly installments ending on March 2018.

iii) Interest rate :-
- Interest rate for term loan is in the range of 10.50% to 10.80 % p.a.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(c) External Commercial Borrowings (ECB)

i) Stipulated securities for the loans are first pari passu charge on the assets of the Company and one or more of the following as per terms of the arrangements with respective banks:
- by pledge of shares held by Tata Teleservices Limited in the Company,
- by assignment of the proceeds on sale of network in the event of cancellation of the telecom license,
- by assignment of telecom license,
- by assignment of insurance policies and material project contracts,
- by sponsor support undertaking of Tata Sons Limited

ii) Terms of repayment :-
- ECB loans are repayable in 3 annual installments commencing from March 2020.

iii) Interest rate :-
- Interest rate on ECB is linked to 6 months LIBOR + Spread (Spread not exceeding 4.20% p.a).

(d) Foreign Currency Non Resident Loans (FCNR)

i) Stipulated securities for the loans are first pari passu charge on the movable assets of the Company and assignment of insurance policies and material project contracts

ii) Terms of repayment :-
- FCNR loan is fully repayable on December 2017.

iii) Interest rate :-
- Interest rate on FCNR is linked to 3 months LIBOR + Spread of 3% p.a.

Long-Term Borrowings - Unsecured

(a) Term Loans from banks (unsecured)

i) Terms of repayment :-
- One term loan fully repayable in June 2016
- One term loan fully repayable in December 2016

ii) Interest rate :-
- Interest rate for long term loan from banks is in the range of 11.00% to 11.50% p.a.

(b) Non - Convertible Debentures (NCDs)

i) Terms of repayment :-
- NCDs are repayable in 3 equal annual installments from May 2018.

ii) Interest rate :-
- Interest rate for NCDs is 11.30% p.a.

(c) Deferred payment liabilities for spectrum (DPL)

i) Terms of repayment :-
- DPL is repayable in 10 annual installments starting from April 2018.

ii) Interest rate :-
- Effective interest rate for DPL is 10.00% p.a.

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 6 : Other Long-Term Liabilities		
(a) Payables on purchase of fixed assets - Under usance letter of credit	**4.83**	11.77
(b) Interest accrued but not due (Refer note 28)	**280.82**	-
	285.65	11.77
Note 7 : Long-Term Provisions		
Provision for employee benefits		
For compensated absences	**2.37**	3.44
Others:		
For asset retirement obligation (site restoration cost)	**0.89**	0.89
	3.26	4.33
Note 8 : Short-Term Borrowings		
(a) Secured		
From Banks		
(i) Short-Term Loans	**703.00**	853.00
(ii) Cash Credit Accounts	**1.76**	173.20
(iii) Buyers' Credit	**114.99**	159.02
	819.75	1,185.22
(b) Unsecured		
From Banks		
(i) Short-Term Loans	**1,300.00**	425.00
(ii) Buyers' Credit	**61.09**	151.15
	1,361.09	576.15
	2,180.84	1,761.37

Notes:

Short-Term Borrowings - Secured

Stipulated securities for the loans are first pari passu charge on the movable assets of the Company

(i) Short-Term Loans
- Interest rate for short term loan is in the range of 10.20% to 11.00 % p.a.

(ii) Cash Credit Accounts
- Interest rate for cash credit is in the range of bank base rate + 1.00 % to 2.50% p.a.

(iii) Buyers' Credit
- Buyers' credit is linked with LIBOR + Spread as applicable

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Short-Term Borrowings - Unsecured

(i) Short-Term Loans
- Interest rate for short term loan is in the range of 10.00% to 11.00% p.a.

(ii) Buyers' Credit
- Buyers' credit is linked with LIBOR + Spread as applicable

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 9 :		
Trade Payables		
(a) Total outstanding dues of Micro, Small and Medium Enterprises (Refer note 35)	**1.23**	0.13
(b) Total outstanding dues of creditors other than Micro, Small and Medium Enterprises	**708.24**	647.48
(c) Acceptances	**78.23**	56.62
	787.70	704.23

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 10 :		
Other Current Liabilities		
(a) Current maturities of long term debt (Refer Note 5)	**994.15**	638.96
(b) Long term debt payable on demand (Refer Note 5)	**1,119.19**	-
(c) Interest accrued but not due on loans	**112.65**	34.96
(d) Income received in advance	**94.05**	90.37
(e) Other payables :		
(i) Temporary overdrawn bank balances as per books	**0.12**	5.61
(ii) Statutory liabilities	**3.66**	7.52
(iii) Deposits from customers	**56.18**	57.02
(iv) Payable on purchase of fixed assets		
- Under usance letter of credit	**37.38**	100.51
- Other than under usance letter of credit	**33.90**	50.30
	2,451.28	985.25
Note 11		
Short-term Provisions		
Provision for employee benefits		
(a) For compensated absences	**0.98**	0.75
(b) For gratuity	**3.31**	2.72
Provision - Others:		
(a) For contingencies	**542.08**	503.77
(b) For estimated loss on derivatives	**83.61**	27.98
	629.98	535.22

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 12 :

FIXED ASSETS

Rs. in crores

PARTICULARS	GROSS BLOCK						DEPRECIATION / AMORTISATION						NET BLOCK
	As at April 1, 2015	Additions	Deletions	Effect of foreign currency exchange differences	Other Adjustments	As at March 31, 2016	Upto March 31, 2015	For the year	Impairment loss recognised in statement of profit and loss (refer note 29)	Deletions	Other Adjustments	Upto March 31, 2016	As at March 31, 2016
(i)Tangible Assets													
Land													
Leasehold Land	7.11	-	-	-	-	7.11	1.76	0.11	-	-	-	1.87	5.24
	(7.11)	-	-	-	-	(7.11)	(1.65)	(0.11)	-	-	-	(1.76)	(5.35)
Freehold Land	0.17	-	-	-	-	0.17	-	-	-	-	-	-	0.17
	(0.17)	-	-	-	-	(0.17)	-	-	-	-	-	-	(0.17)
Office premises	6.86	-	-	-	-	6.86	2.13	0.11	-	-	-	2.24	4.62
	(6.86)	-	-	-	-	(6.86)	(2.02)	(0.11)	-	-	-	(2.13)	(4.73)
Buildings	17.10	-	-	-	-	17.10	2.38	0.28	-	-	-	2.66	14.44
	(16.87)	(0.23)	-	-	-	(17.10)	(2.08)	(0.30)	-	-	-	(2.38)	(14.72)
Plant and Machinery	6,541.78	167.45	34.60	-	573.03	6,101.60	3,623.69	410.06	29.45	32.01	117.82	3,913.37	2,188.23
(Refer Note (a) below)	(6,264.05)	(193.26)	(10.66)	(95.13)	-	(6,541.78)	(3,174.52)	(451.51)	-	(2.34)	-	(3,623.69)	(2,918.09)
Furniture, Fixtures and Office	121.42	1.37	1.76	-	-	121.03	117.43	3.66	-	1.76	-	119.33	1.70
Equipment	(120.85)	(0.91)	(0.34)	-	-	(121.42)	(112.19)	(5.58)	-	(0.34)	-	(117.43)	(3.99)
Vehicles	0.34	-	0.14	-	-	0.20	0.34	-	-	0.14	-	0.20	-
	(0.60)	-	(0.26)	-	-	(0.34)	(0.52)	(0.02)	-	(0.20)	-	(0.34)	-
Total	**6,694.78**	**168.82**	**36.50**	**-**	**573.03**	**6,254.07**	**3,747.73**	**414.22**	**29.45**	**33.91**	**117.82**	**4,039.67**	**2,214.40**
Previous year	(6,416.51)	(194.40)	(11.26)	(95.13)	-	(6,694.78)	(3,292.98)	(457.63)	-	(2.88)	-	(3,747.73)	(2,947.05)
(ii) Intangible Assets (other than internally generated)													
Licenses and spectrum (Refer Note	2,183.03	-	-	133.98	573.03	2,890.04	1,025.16	131.73	-	-	117.82	1,274.71	1,615.33
(a) & (b) below)	(2,183.03)	-	-	-	-	(2,183.03)	(882.70)	(142.46)	-	-	-	(1,025.16)	(1,157.87)
Indefeasible Rights of Use ('IRU')	152.47	-	-	-	-	152.47	69.35	10.68	-	-	-	80.03	72.44
	(152.45)	(0.02)	-	-	-	(152.47)	(58.67)	(10.68)	-	-	-	(69.35)	(83.12)
Computer Software	40.58	0.18	-	-	-	40.76	40.49	0.07	-	-	-	40.56	0.20
	(40.58)	-	-	-	-	(40.58)	(40.33)	(0.16)	-	-	-	(40.49)	(0.09)
Total	**2,376.08**	**0.18**	**-**	**133.98**	**573.03**	**3,083.27**	**1,135.00**	**142.48**	**-**	**-**	**117.82**	**1,395.30**	**1,687.97**
Previous year	(2,376.06)	(0.02)	-	-	-	(2,376.08)	(981.70)	(153.30)	-	-	-	(1,135.00)	(1,241.08)
(iii) Capital Work-In-Progress:													
Capital inventory [net of provision for obsolescence of Rs. 1.63 crores (previous year Rs. 4.03 crores)]													38.34
													(24.15)
Assets under construction													9.25
													(22.25)
													47.59
													(46.40)
												TOTAL	**3,949.96**
												Previous year	(4,234.53)

Notes:

(a) Refer Note 30 regarding adjustment of foreign exchange differences on account of notification issued by Central Government.

(b) Remaining amortisation period for License and spectrum fees is -
- for providing services using CDMA and GSM technology - 1.5 years (Previous Year 2.5 years)
- for providing services using 3G technology - 14.25 years (Previous year 15.25 years)

(c) Figures pertaining to the previous year have been disclosed in brackets.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 13 :		
Long-Term Loans and Advances		
Unsecured - considered good		
(a) Capital advances	**0.50**	600.62
(b) Premises and other deposits		
Unsecured	**65.15**	60.81
Doubtful	**1.79**	1.64
Less : Provision for doubtful deposits	**1.79**	1.64
	65.15	60.81
(c) Prepaid expenses	**0.57**	0.97
(d) Advance tax paid (Tax deducted at source)	**113.81**	157.52
(e) Advance to suppliers/ Government authorities	**154.86**	154.86
(f) Amount paid under dispute	**467.62**	347.77
	802.51	1,322.55
Note 14 :		
Other non-current assets		
Unamortised expenses		
- Ancillary borrowing costs	**7.44**	-
- Premium on forward contracts	**78.74**	-
	86.18	-
Note 15 :		
Current Investments - Mutual Fund (Quoted)		
(Valued at lower of cost and fair value)		
Axis Liquid Fund - Growth (Units - 36,002) (Previous year - Nil)	**6.04**	-
Birla Sun Life Cash Plus Mutual Fund - Growth (Units - 5,176,823) (Previous year - Nil)	**125.75**	-
ICICI Prudential Liquid - Growth (Units - 14,349,632) (Previous year - Nil)	**300.00**	-
Kotak floater - Growth (Units - 231,177) (Previous year - Nil)	**57.31**	-
SBI Premium Liquid fund (Units - 427,863) (Previous year - Nil)	**101.51**	-
	590.61	-
Aggregate Market value of quoted investment Rs 592.08 crores (Previous year - Nil)		

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 16 :		
Inventories		
(at lower of cost and net realisable value)		
Starter Kits	**0.98**	1.75
Handsets & accessories	**3.70**	10.67
	4.68	12.42
Note 17 :		
Trade Receivables		
(Unsecured)		
(a) Outstanding for a period exceeding six months from the date they were due for payment		
- Considered good	**38.70**	26.04
- Doubtful	**161.61**	122.05
Less: Provision for doubtful trade receivables	**161.61**	122.05
	38.70	26.04
(b) Others		
- Considered good	**172.25**	173.91
- Doubtful	**14.29**	7.67
Less: Provision for doubtful trade receivables	**14.29**	7.67
	172.25	173.91
	210.95	199.95
Note 18 :		
Cash and Bank Balances		
(a) Cash and Cash Equivalents (As per AS 3 Cash Flow Statement)		
(i) Cash in hand	**0.67**	0.17
(ii) Cheques on hand	**15.36**	4.17
(iii) Balance with banks in		
- Current accounts	**30.24**	44.85
- Cash credit accounts	**20.72**	0.29
Total cash and cash equivalents (As per AS 3 Cash Flow Statement)	**66.99**	49.48
(b) Other Bank Balances		
- Term deposits with original maturity more than 12 months	**0.01**	0.01
Total cash and cash equivalents (a+b)	**67.00**	49.49

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Note 19 :		
Short-Term Loans and Advances		
(Unsecured) (considered good unless otherwise stated)		
(a) Advances to employees	**0.18**	0.29
(b) Balance with government authorities	**37.85**	42.71
(c) Premises and other deposits		
Unsecured	**6.44**	6.68
Doubtful	**0.07**	0.22
Less : Provision for doubtful deposits	**0.07**	0.22
	6.44	6.68
(d) Prepaid expenses	**21.47**	17.82
(e) Advances to suppliers		
Unsecured	**23.07**	35.21
Doubtful	**4.32**	2.49
Less : Provision for doubtful advances	**4.32**	2.49
	23.07	35.21
	89.01	102.71
Note 20 :		
Other Current Assets		
(a) Unbilled revenue	**79.93**	80.13
(b) Unamortised expenses		
Ancillary borrowing costs	**4.59**	2.14
Premium on forward contracts	**40.13**	40.02
	124.65	122.29

	April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
Note 21 :		
REVENUE FROM OPERATIONS		
(a) Telecommunication services		
(i) Telephony	**2,517.14**	2,368.10
(ii) Internet services	**190.02**	162.82
(iii) Interconnection usage charges	**191.44**	266.53
(iv) Sale of traded goods	**16.52**	39.24
	2,915.12	2,836.69
(b) Other operating income		
(i) Income from rendering of services	**53.18**	56.03
(ii) Infrastructure sharing	**3.79**	0.01
	56.97	56.04
	2,972.09	2,892.73

	April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
Note 22 :		
Other income		
(a) Excess provision / sundry credit balances in respect of earlier years written back	**23.92**	39.41
(b) Interest on income tax refund	**10.86**	-
(c) Profit on sale / redemption of mutual funds	**15.34**	2.91
(d) Miscellaneous receipts	**3.07**	3.95
	53.19	46.27
Note 23 :		
Employee benefits expenses		
(a) Salaries and bonus	**106.86**	143.74
(b) Contribution to provident and other funds	**5.62**	8.15
(c) Staff welfare	**8.02**	6.64
	120.50	158.53
Note 24 :		
Operating and other expenses		
(a) Network operation costs		
(i) Repairs and maintenance - plant and machinery	**137.12**	121.31
(ii) Power	**194.40**	205.57
(iii) Rates and taxes	**1.81**	2.46
(iv) Insurance	**1.18**	1.40
(v) Infrastructure sharing cost	**395.32**	397.23
(vi) Miscellaneous	**46.03**	35.61
	775.86	763.58
(b) Interconnection and other access costs	**485.92**	577.80
(c) License fees and spectrum charges	**291.72**	269.50
(d) Administrative and other expenses		
(i) Rent	**12.39**	11.77
(ii) Rates and taxes	**7.12**	5.98
(iii) Repairs and maintenance -others	**20.14**	15.19
(iv) Travel and conveyance	**8.60**	8.73
(v) Collection/credit verification charges	**31.41**	29.88
(vi) Customer service and other direct cost	**121.69**	125.85
(vii) Legal and profession fees	**17.15**	10.84
(viii) Bad Debts writen off	**-**	7.26
(ix) Provision for Doubtful Debts written back	**-**	(7.26)
(x) Provision for doubtful debts and advances	**48.02**	39.26
(xi) Loss on fixed assets sold / written off (Net)	**1.20**	1.02
(xii) Miscellaneous expenses	**51.15**	66.29
	318.87	314.81

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

		April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
(e)	**Marketing and business promotion expenses**		
(i)	Advertisement and business promotion expenses	**27.68**	40.51
(ii)	Sales commission and expenses	**90.80**	85.85
(iii)	Traded goods - starter kits		
	Opening stock	**1.75**	1.80
	Add: Purchases	**13.96**	12.81
	Less: Closing stock	**0.98**	1.75
		14.73	12.86
		133.21	139.22
		2,005.58	2,064.91

Note 25 :

Cost of goods sold

Traded goods - Handsets & accessories:		
Opening stock	**10.67**	2.64
Add: Purchases	**10.70**	40.73
Less: Closing stock	**3.70**	10.67
	17.67	32.70

Note 26 :

Finance cost

(a)	Interest expense		
	On Term loans	**554.12**	553.10
	On Debentures	**73.14**	-
	On Cash credit accounts	**0.69**	17.34
	On Acceptances	**5.25**	12.64
	On Others	**0.47**	0.28
(b)	Mark to market loss on interest rate swap	**64.92**	13.86
(c)	Mark to market loss/(gain) on cross currency interest rate swap	**(9.29)**	9.29
(d)	Expenses for loan arrangement, bill discounting and bank charges	**20.06**	13.79
(e)	Foreign exchange fluctuations (Net)	**45.68**	30.48
		755.04	650.78

27 Contingent liabilities and commitments

		As at March 31, 2016 Rs. in crores	As at March 31,2015 Rs. in crores
I)	**Commitments:**		
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)		
	Tangible assets	**40.52**	52.12
	Intangible assets (Refer Note 28)	**-**	3,217.28

		As at March 31, 2016 Rs. in crores	As at March 31,2015 Rs. in crores
II)	**Contingent Liabilities**		
i)	Claims against the company not acknowledged as debt (Refer notes below)		
	Telecom regulatory matters*	**509.41**	431.97
	Others **	**260.68**	292.82

* Amounts are net of provision for contingencies made aggregating Rs. 393.45 crores (previous year Rs. 355.14 crores)

** Amounts are net of provision for contingencies made aggregating Rs 148.63 crores (previous year Rs 148.63 crores)

Bank guarantees	**44.23**	50.21

Notes:

Contingent liabilities include:

a) Bharat Sanchar Nigam Limited (BSNL) issued demand notices to pay Access Deficit Charge (ADC) aggregating Rs.166.90 crores, including interest, for the period November 14, 2004 upto February 28, 2006, the date after which ADC is payable on Net Adjusted Gross Revenue Basis. The demands stated that 'Fixed Wireless' services provided by the Company under the brand name 'WALKY' had mobility features and should be treated as mobile services for the purpose of Interconnect Usage Charges Regulations and ADC was payable on such calls. The Company filed a petition before the Hon'ble Telecom Dispute and Settlement Appellate Tribunal (TDSAT) in this regard, wherein the TDSAT disallowed the Company's petition and held that ADC is payable. Thereafter, the Company filed an appeal before the Hon'ble Supreme Court (SC) who vide order dated April 30, 2008 confirmed that ADC was payable and since there were claims and counter-claims between the Company and BSNL, the SC directed that quantification of amounts payable to each other be made by TDSAT. The Company had filed a review petition in SC which was rejected.

The Company filed a petition in TDSAT to determine / reconcile amounts payable to each other and TDSAT vide its order dated August 12, 2008 held that BSNL and the Company should exchange relevant information and reconcile the differences. However, on April 15, 2010, TDSAT confirmed BSNL demands for period up to August 25, 2005 and has given BSNL liberty to lodge its claim for a further period up to February 28, 2006. The Company's appeal before SC against the aforesaid TDSAT order dated April 15, 2010 was admitted by the SC vide its order dated July 23,

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2010 but no stay has been granted. The SC had asked for details / break up of demands which have been filed. The Company has also filed stay application in the SC. The matter will be listed for hearing in due course of time. Based on the legal advice available with the Company, the penalty clause invoked by BSNL does not apply and the Company is entitled to seek refund of Rs. 50.73 crores, the excess ADC amount paid to BSNL along with interest and the Company believes that no additional provision is required.

Out of the aforesaid Rs.166.90 crores, the Company has till date provided for amounts aggregating Rs. 60.88 crores (previous year - Rs 60.88 crores). The balance amounts aggregating Rs.106.02 crores have been disclosed as Contingent Liability under 'Others'.

Payments made under dispute till date aggregates Rs 111.61 crores (previous year - Rs 111.61 crores) in relation to the above.

b) The Company had received a demand letter dated March 17, 2008 from Wireless Planning Commission division (WPC) of Department of Telecommunications (DoT) for Rs.8.38 crores, being a demand for spectrum charges for the period from April 1, 2005 to February 29, 2008. This demand was subsequently revised to Rs.184.69 crores by DoT, vide its demand letters dated July 3, 2008, for the period from October 1, 1998 to June 30, 2008 which was further increased to Rs. 266.00 crores vide letter dated February 28, 2009. The amount was again revised to Rs. 259.70 crores vide letter dated November 25, 2009 for the extended period till November 30, 2009.The Company had represented to WPC various items of differences mentioned in the demand orders, vide letter dated September 24, 2008. Though the Company had received a revised demand of Rs. 111.25 crores from DoT on January 3, 2013, Hon'ble TDSAT vide its order dated August 25, 2010 has held that the Company should be given credit for all payments made on producing proof and no penalty should be levied and only simple interest should be charged. The Company has been following up the matter with WPC and had also filed an execution petition before Hon'ble TDSAT on April 27, 2012. TDSAT has asked the Company to file the application as a miscellaneous petition which was filed and has been admitted. The Company has filed its reply to the revised demand note. The demand is not in line with TDSAT order mentioned above. The WPC has additionally raised in March 2013, demands for the financials years 2009-10, 2010-11 and 2011-12 aggregating Rs. 11.26 crores. The Company has sought details from WPC on the aforesaid demands. The matter came up for hearing on January 13, 2016 and the Hon'ble TDSAT deferred the demand until the disposal of Civil Appeal pending before the Hon'ble Supreme Court for a similar case by another operator.

The Company in March 2014 paid Rs. 15.47 crores computing the liability without penalty and simple interest on the principal amount.

c) The definition of Adjusted Gross Revenue (AGR) does not specifically include capital gain from sale of shares/securities and does not specifically allow exemption for bad debts in computation of License Fees (LF) payable to the Government. The TDSAT had vide its Order dated August 30, 2007, held that income from sale of securities is not related to licensed activity and hence should not attract LF and that bad debts written off, waivers and discounts are actual monies lost by service providers and hence should be deducted from AGR. The DoT had filed an appeal in SC against the aforesaid TDSAT Order.

The Company has considered Rs.154.86 crores, being the LF on profit on sale of investment and bad debts written off during an earlier year, as contingent liability and has also made payment of the same to DoT under protest. However, as a matter of abundant caution, the Company allocated Rs. 154.86 crores of provision for contingencies made in an earlier year towards this contingency.

The SC vide its Order dated October 11, 2011 has set aside the Order passed by TDSAT and has given leave to the licensees to approach TDSAT in case if specific demands have been raised by DoT not in accordance with the License Agreement.

Prior to the aforesaid judgment, the Company had received provisional assessment orders from DoT, against which applications have now been filed with the TDSAT in line with the aforesaid judgment and further the replies and rejoinders were also filed by DoT and TTML respectively. TDSAT restrained DoT from taking any coercive steps for enforcement of any impugned demands without its permission.

The Company has not received any further demands on this matter. TDSAT commenced final hearing in the matter in May 2014 and pronounced its judgment in April 2015, wherein the impugned demands have been set aside by the Tribunal and it has directed the DoT to rework the license fee payable for the duration which was challenged. DoT has filed an appeal against the TDSAT judgment dated April 23, 2015 in Supreme Court. TTML has filed an appeal against the TDSAT judgment dated April 23, 2015 before the Supreme Court wherein certain line items which have been included as part of AGR by TDSAT are being challenged. The matter had come up for hearing in Hon'ble Supreme Court on February 29, 2016 wherein the Hon'ble Supreme Court has said that DoT could continue to raise the demands as per its understanding, however, the same will not be enforced till the final decision on the matter.

d) During financial year 2012-13, the Company received a show cause notice (SCN) from DoT based on special audit conducted for the financial years 2006-07 and 2007-08, towards alleged short payment of license fees

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

and interest thereon aggregating Rs. 52.11 crores. The Company had replied to DoT against the SCN in the financial year 2013-14. The Company in November 2012 received a demand from DoT. The Company has filed a petition before TDSAT against the demand. The matter was heard by TDSAT and TDSAT granted stay and restrained DoT from taking coercive action. TDSAT commenced final hearing in the matter in May 2014 and pronounced its judgment in April 2015, wherein the impugned demands have been set aside by the Tribunal and it has directed the DoT to rework the license fee payable for the duration which was challenged. DoT has filed an appeal against the TDSAT judgment dated April 23, 2015 in Supreme Court. TTML has filed an appeal against the TDSAT judgment dated April 23, 2015 before the Supreme Court wherein certain line items which have been included as part of AGR by TDSAT are being challenged. The matter had come up for hearing in Hon'ble Supreme Court on February 29, 2016 wherein the Hon'ble Supreme Court has said that DoT could continue to raise the demands as per its understanding, however, the same will not be enforced till the final decision on the matter.

e) A demand for Rs. 290.17 crores for start up spectrum beyond 2.5MHz, being a one time spectrum charges claimed for the period from January 1, 2013 till the date of expiry of the license, was received from the DoT. The Company has filed a writ petition in the Bombay High Court against the demand and obtained a stay order. The Company has undertaken (written to DoT conveying its intent) to surrender 1.25 MHz of CDMA spectrum after retaining 1.25 MHz of spectrum over and above start up spectrum of 2.5 MHz in Mumbai and to surrender the spectrum beyond 2.5 MHz in Maharashtra. Pursuant thereto, the Company has paid under protest all four installments aggregating Rs. 119.58 crores for spectrum retained and also completed the surrender of spectrum in Mumbai and Maharashtra under protest.

		As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
ii)	Disputed income tax demands with respect to tax deducted at source and other matters in appeals before relevant authorities	**110.22**	101.13
iii)	Notices received from Service Tax authorities	**401.46**	354.77
iv)	Sales Tax	**0.18**	-

v) With regards to disputes and claims referred to above against the Company, appropriate competent professional advice is available with the Company based on which, favorable outcomes are anticipated and no liability is expected to accrue to the Company.

28 The Department of Telecommunications (DoT) conducted auction for spectrum in March 2015 and the Company had successfully bid for 2 blocks of 1.25 MHz of 800MHz spectrum each in Mumbai and Maharashtra circles for Rs. 3,817.28 crores. The Company effected Rs. 600 crores as of March 31, 2015 and an additional Rs. 354.32 crores on April 7, 2015, as upfront payments. The Company exercised the option to pay the balance under the deferred payment option as per the Notice Inviting Applications. The Company received a Letter of Intent, on May 28, 2015 and subsequently in August 26, 2015, the Company received communication for allotment of spectrum in Maharashtra Service Area. Allotment for Mumbai Service Area is awaited as at March 31, 2016. Accordingly, the Company has recorded the principal value of Rs. 1,998.54 crores of Maharashtra Service Area as Intangible assets under development under fixed assets and the principal value of spectrum of Rs. 1,818.74 crores of Mumbai Service Area as Right to spectrum, earmarked pending allotment under fixed assets. Subsequent to the year end, the spectrum for Mumbai Service Area was allotted on June 3, 2016. The deferred liability payable to DoT (net of said payments) of Rs. 2,862.96 crores has been recorded under long - term borrowings. Further, the Company has capitalised interest of Rs. 100.60 crores on borrowings from banks for upfront payments and interest of Rs. 280.82 crores on deferred payment liability payable to DoT.

29 At each balance sheet date, pursuant to Accounting Standard-28 (AS-28) - "Impairment of Assets" the Company assesses whether there is any indication that the fixed assets have suffered an impairment loss. During the current year, due to existence of such indicators for impairment, the Company has assessed impairment of its fixed assets. The impairment review was performed for cash generating units (CGUs) based on technology used to provide telecommunication services. The Company has recorded a provision for impairment of CDMA fixed assets of Rs 29.45 crores which is recognized as an exceptional item – Provision for impairment of fixed assets in the Statement of Profit and Loss. The recoverable amount of CGUs and other assets were primarily based on their value in use. The discounting rate used for computation of value in use is 11.29%.

In estimating the future cash flows, the Company has made certain assumptions relating to the future customer base, future revenues, operating parameters, capital expenditure and terminal growth rate which the Company believes reasonably reflects the future expectation of these items. However, if these assumptions change consequent to change in future conditions, there could be further favorable / adverse effect on the recoverable amount of the assets. The assumptions will be monitored on periodic basis by the Company and adjustments will be made if conditions relating to the assumptions indicate that such adjustments are appropriate.

30 Pursuant to the notification issued by the Central Government extending the applicability of amendment to Accounting Standard 11 on 'The Effects of Changes in

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Foreign Exchange Rates' upto March 31, 2020, which provides an option for adjustment of foreign exchange gain / loss arising on long term foreign currency borrowings against the carrying value of related fixed assets, the Company has continued to exercise the option and has adjusted exchange loss aggregating Rs. 133.98 crores and Rs. 95.13 crores for the year ended March 31, 2016 and March 31, 2015 respectively against the carrying value of fixed assets. The balance amount, based on the aforesaid adjustments, of fixed assets to be amortised, as at the period-end, aggregates Rs. 705.89 crores (Previous year Rs. 587.20 crores).

		April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
31	**Payments to Auditors (excluding service tax)**		
i)	For audit (including quarterly audits)	**0.65**	0.51
ii)	For taxation matters	**0.27**	0.27
iii)	For other services	**0.10**	0.08
iv)	For reimbursement of expenses	**0.02**	0.03
		1.04	0.89
32	**Value of imports on CIF basis in respect of:**		
	Capital goods	**117.00**	141.17
33	**Expenditure in Foreign Currency (Accrual basis) on account of :**		
	Interest	**127.51**	141.78
	Royalty	**0.04**	0.47
	Other matters (Including international outroaming charges)	**0.85**	1.17
		128.40	143.42
34	**Earnings in foreign exchange**		
	Other income (International inroaming revenue)	**3.87**	6.35

35 Dues of Micro, Small and Medium Enterprises aggregating Rs. 1.23 crore as at March 31, 2016 (Previous year Rs. 0.13 crore). The information in Note 9 is given to the extent the same is available with the Company.

		April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
(i)	Principal amount remaining unpaid to any supplier as at the end of the accounting year	**0.82**	0.13
(ii)	Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	**0.41**	-
(iii)	The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	**-**	-
(iv)	The amount of interest due and payable for the year	**-**	-
(v)	The amount of interest accrued and remaining unpaid at the end of the accounting year	**-**	-
(vi)	The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	**-**	-
		1.23	0.13

36 Details on derivative instruments and unhedged foreign currency exposures

I. The following derivative positions are open as at March 31, 2016. These transactions have been undertaken to act as economic hedges for the Company's exposures to various risks in foreign exchange markets and may / may not qualify or be designated as hedging instruments. The accounting for these transactions is stated in Notes 2 (e) and 2 (f).

(a) Forward exchange contracts (being derivative instruments), which are not intended for trading or speculative purposes but for hedge purposes to establish the amount of reporting currency required or available at the settlement date of certain payables.

(b) Interest rate swaps to hedge against fluctuations in interest rate changes

i) Outstanding derivatives :

		As at March 31, 2016 In millions USD	**In crores INR**	As at March 31, 2015 In millions USD	In crores INR
a)	Forward contract	**145.04**	**962.22**	143.77	900.14
b)	Interest rate swaps	**350.00**	**2,321.90**	350.00	2,191.35
c)	Cross currency interest rate swap	**31.44**	**208.54**	31.44	196.82

ii) The mark to market loss on outstanding derivative contracts as at the year-end aggregate Rs. 83.61 crores (Previous year - Rs. 27.98 crores) includes loss on derivative contracts which are effective from May 2017 Rs. 74.70 crores (Previous year - Rs. 4.14 crores).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

II. The foreign currency exposure that are not hedged by derivative instruments:

	As at March 31, 2016 In millions USD	EUR	In crores INR	As at March 31, 2015 In millions USD	EUR	In crores INR
Vendor payables	**1.10**	**0.04**	**7.62**	1.22	0.03	7.86
External commercial borrowings	**295.00**	**-**	**1,957.03**	315.00	-	1,972.22
	296.10	**0.04**	**1,964.65**	316.22	0.03	1,980.08

37 The disclosure as required under AS 15 regarding the Employee benefits is as follows:

Employee benefit plans

Defined contribution plans

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs 2.39 crores for the year ended March 31, 2016 for Provident Fund contributions, Rs 0.19 crore for the year ended March 31, 2016 for Superannuation Fund contributions and Rs 0.06 crore for the year ended March 31, 2016 for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

Defined benefit plans

The Company offers the following employee benefit schemes to its employees:

i. Gratuity (included as part of line item (b) in Note 23 Employee benefits expense)

ii. Long-term compensated absences (included as part of line item (b) in Note 23 Employee benefits expense)

The Company offers the gratuity under employee benefit schemes to its employees

Rs. in crores

Particulars	Year ended March 31, 2016	Year ended March 31, 2015
Components of employer's expense		
Current service cost	**1.04**	1.07
Interest cost	**0.71**	0.79
Expected return on plan assets	**(0.50)**	(0.59)
Actuarial losses	**0.60**	0.77
Total expense recognised in the Statement of Profit and Loss	**1.85**	2.04

Rs. in crores

Particulars	Year ended March 31, 2016	Year ended March 31, 2015
Actual contribution and benefit payments for the year		
Actual benefit payments	**3.96**	2.25
Actual contributions	**1.26**	1.00
Net asset / (liability) recognised in the Balance Sheet		
Present value of defined benefit obligation	**7.55**	8.95
Fair value of plan assets	**4.24**	6.23
Funded status [Surplus / (Deficit)]	**(3.31)**	(2.72)
Net liability recognised in the Balance Sheet	**(3.31)**	(2.72)
Change in defined benefit obligations (DBO) during the year		
Present value of DBO at beginning of the year	**8.95**	8.47
Current service cost	**1.04**	1.07
Interest cost	**0.71**	0.79
Liability transferred in	**-**	-
Liability transferred out	**-**	-
Actuarial losses	**0.81**	0.87
Benefits paid	**(3.96)**	(2.25)
Present value of DBO at the end of the year	**7.55**	8.95
Change in fair value of assets during the year		
Plan assets at beginning of the year	**6.23**	6.79
Expected return on plan assets	**0.50**	0.59
Actual company contributions	**1.26**	1.00
Actuarial gain	**0.21**	0.10
Benefits paid	**(3.96)**	(2.25)
Plan assets at the end of the year	**4.24**	6.23
Actual return on plan assets	**0.71**	0.69
Composition of the plan assets is as follows:		
Others (Insurer managed funds)	**4.24**	6.23
Actuarial assumptions		
Discount rate	**7.48%**	7.99%
Expected return on plan assets	**7.48%**	7.99%
Salary escalation	**6.00%**	6.50%
Mortality tables	**Indian Assured Lives Mortality (2006-08)**	Indian Assured Lives Mortality (2006-08)
Performance percentage considered		
Estimate of amount of contribution in the immediate next year	**2.48**	2.85

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

The expected rate of return on plan assets is determined after considering several applicable factors such as the composition of the plan assets, investment strategy, market scenario, etc. In order to protect the capital and optimise returns within acceptable risk parameters, the plan assets are well diversified.

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

Experience adjustments Rs. in crores

Gratuity	**Year ended March 31, 2016**	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013	Year ended March 31, 2012
Present value of DBO	**7.55**	8.95	8.47	9.92	7.13
Fair value of plan assets	**4.24**	6.23	6.79	7.10	6.21
Funded status [Surplus / (Deficit)]	**(3.31)**	(2.73)	(1.68)	(2.83)	(0.92)
Experience (gain) / loss adjustments on plan liabilities	**0.18**	0.00	(1.08)	0.66	(0.60)
Experience gain / (loss) adjustments on plan assets	**0.21**	0.10	(0.62)	0.24	0.05

Actuarial assumptions for long-term compensated absences	**Year ended March 31, 2016**	Year ended March 31, 2015
Discount rate	**7.48%**	7.99%
Expected return on plan assets	**0.00%**	0.00%
Salary escalation	**6.00%**	6.50%

Note 38

Related party disclosure (in terms of Accounting Standard - 18)

i) Details of all related parties and their relationships

A Investing Company
Tata Teleservices Limited

B Key Management Personnel
Mr. N.Srinath - Managing Director

Note: Tata Sons Limited is the holding company as per definition given in section 2(46) of the Companies Act, 2013. However it is not a holding company or any related party as per the definition stated in Accounting Standard 18.

ii) Details of transactions with Related Parties

Rs. in crores

	Investing company	Investing company
	Tata Teleservices Limited	Tata Teleservices Limited
	March 31, 2016	March 31, 2015
1) Expenses :		
- Salary	**11.42**	23.98
- Customer Service and Call Centre Cost	**3.46**	6.66
- Advertisement and Business promotion expenses	**2.17**	15.06
- Network operation cost	**19.05**	18.93
- Administrative and Other Expenses	**10.94**	8.02
- Interconnection and Other access costs	**198.68**	243.99
- Inter-circle roaming expenses	**4.73**	10.99

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Rs. in crores

	Investing company	Investing company
	Tata Teleservices Limited	Tata Teleservices Limited
	March 31, 2016	March 31, 2015
2) Income :		
- Rent	**2.76**	2.76
- Rendering Telecom Services	**21.66**	19.47
- Interconnect Income	**38.14**	50.63
- Sale of traded goods	**0.24**	-
- Inter-circle roaming revenue	**6.43**	13.22
3) Reimbursement of Expenses	**8.06**	8.61
4) Purchase of Fixed Asset	**10.99**	18.97
5) Outstanding as at:		
Sundry Debtors	**34.22**	15.51
Sundry Creditors	**5.62**	25.05
Security Deposits Taken	**1.73**	1.73

39 The Company is engaged in providing telecommunication services under Unified Access License. These, in the context of AS 17 on "Segment reporting", are considered to constitute a single reportable segment. Further, the Company provide telecommunication services only in the Indian domestic market and accordingly secondary segment reporting disclosure are not required.

40 (a) Operating lease payments recognised in the Statement of Profit and Loss

	April 1, 2015 to March 31, 2016 Rs. in crores	April 1, 2014 to March 31, 2015 Rs. in crores
Cell sites and others	**407.71**	408.99

(b) Future Minimum Lease Payments under Non-Cancellable Operating Lease :

	As at March 31, 2016 Rs. in crores	As at March 31, 2015 Rs. in crores
Due not later than one year	**189.71**	210.45
Due later than one year and not later than five years	**601.81**	602.22
Due later than five years	**502.15**	504.88

The agreements are executed for a period ranging from 6 months to 15 years with a renewable clause and in many cases also provide for termination at will by either party giving a prior notice period ranging between 30 to 90 days.

41 Earnings per share data

		April 1, 2015 to March 31, 2016	April 1, 2014 to March 31, 2015
I)	Loss after Tax (Rs. in crores)	**(497.96)**	(615.25)
ii)	Weighted average number of shares outstanding	**1,954,927,727**	1,954,927,727
iii)	Nominal Value of Equity Shares (Rs.)	**10.00**	10.00
iv)	Basic and Diluted Earnings per Share (Rs.)	**(2.55)**	(3.15)

42 No provision for current income tax is required to be made as, on the basis of the company's computations, there is no taxable income. The Company also carries forward accumulated losses resulting into tax loss carry forward situation. The Company launched its unified access services only during year ended March 31, 2004 and is eligible for a tax holiday under section 80IA of the Indian Income-tax Act, 1961, beginning with the financial year in which the telecommunication services were commenced.

Though the Company is confident of generating profits in the future, the accounting standard requires virtual certainty to reverse the tax loss carry forwards beyond the tax holiday period for recognition of asset. Accordingly, deferred tax assets have not been considered for accounting on carry forward losses. Further, no deferred tax liabilities or assets on account of temporary timing differences have been recognised since they will reverse in the tax holiday period.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

43 The following table sets forth the movement in the provision for contingencies:

Rs. in crores

Description	As at April 1, 2015	Additions during the year	Amounts utilised / reversed	As at March 31, 2016
Provision for Contingencies	503.77 (467.37)	38.30 (36.40)	- -	542.08 (503.77)

a. Figures pertaining to the previous year have been disclosed in brackets.

b. Provision for contingencies are primarily towards the outstanding claims / litigations against the Company relating to Department of Telecommunication (DoT) and other parties.

44 The Company has issued NCD aggregating to Rs 750 crores (March 31, 2015 – Nil) repayable over the specified period. As per section 71(4) of the Companies Act 2013, a debenture redemption reserve ('DRR') is to be created out of the profits of each year until such debentures are redeemed. During the year ended March 31, 2016, the Company has incurred losses of Rs 497.96 crores, hence the Company has not created debenture redemption reserve.

Further, as per Companies (Share Capital and Debentures) Rules 2014, wherein in terms of Clause 18(7)(c) of the rules, it will be necessary for the Company to create a fund before 30th April of each financial year, which shall not be less than 15% of the debentures maturing during the respective financial year ending on 31st March, by way of one or more methods i.e. through deposits with scheduled banks /investments in specified securities or bonds as indicated in the Clause 18(7)(c). Since, no debenture is due for redemption during financial year 2016-17, hence the same is not applicable.

45 The accumulated losses of the Company as of March 31, 2016, has exceeded its paid-up capital and reserves. The Company has incurred a net loss during the current year and the Company's current liabilities exceeded its current assets as at the balance sheet date. The Company has not been able to satisfy the financial covenants stated in agreements with lenders of long term borrowings and lenders of External Commercial Borrowings (ECB) which may result in loans aggregating Rs. 1,119.19 crores being recalled by the lenders. Tata Sons Limited (Holding Company as per Companies Act, 2013) has provided sponsor support undertaking to arrange/ contribute equity of Rs. 800.00 crores, to the lenders of the Company. The Company has existing funds to repay the remaining balance, if any.

Further, the Company's operational and cash flow projections for the next financial year envisages renewal of spectrum. The Company is in the process of negotiating roll forward / re-finance of short term borrowings. The Company is therefore, dependent on its ability to meet the fund requirements to achieve its projections, failing which will have a significant impact on its ability to continue as a going concern.

The Company has received a support letter from Tata Sons Limited indicating fund infusion, directly or indirectly, for the purpose of spectrum renewal and related capital expenditure.

Based on the above, the Company is confident of its ability to meet the funds requirement and to continue its business as a going concern and accordingly, the financial statements have been prepared on that basis.

46 The figures of the previous year have been regrouped / reclassified wherever necessary to correspond with those of the current year's classification / disclosure.

Signatures to Notes '1' to '46'

For and on behalf of the Board of Directors

Kishor A. Chaukar
(Chairman)
(DIN No. 00033830)

N. Srinath
(Managing Director)
(DIN No. 00058133)

Kush S. Bhatnagar
(Chief Financial Officer)

Kiran Thacker
(Company Secretary)

Place: Mumbai
Date : June 25, 2016

TATA TELESERVICES (MAHARASHTRA) LIMITED

Corporate Identification Number: L64200MH1995PLC086354
Registered Office: Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033
Tel: 91 22 6667 1414 **Fax:** 91 22 6660 5335 **Email:** investor.relations@tatatel.co.in
Website: www.tatateleservices.com

PROXY FORM
MGT-11

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) :
Registered address :
Email ID :
Folio No./Client ID :
DP ID :

I/We, being the Member(s) of _____ shares of the above named company, hereby appoint

1. Name :
   Address :
   Email ID :
   Signature :
   or failing him/her
2. Name :
   Address :
   Email ID :
   Signature :
   or failing him/her
3. Name :
   Address :
   Email ID :
   Signature :

as my/our proxy to attend and vote for me/us and on my/our behalf at the Twenty First Annual General Meeting of the Company to be held on Friday, August 26, 2016 at 1430 Hours, at "Rangaswar", 4th Floor, Yashwantrao Chavan Pratishthan Mumbai, Gen. Jagannathrao Bhosle Marg, Nariman Point, Mumbai – 400 021 and at any adjournment thereof in respect of the Resolutions as are indicated below:

1. Adoption of Audited Financial Statements of the Company for the financial year ended on March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

2. Appointment of Director in place of Mr. N. Srinath, who retires by rotation and being eligible, offers himself for re-appointment.

3. Re-appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration.

4. Approval and ratification of payment of remuneration to M/s. Sanjay Gupta & Associates, Cost Accountants.

Signed this _____ day of _____ 2016

Signature of Shareholder _____

Signature of Proxy holder (s) _____

Affix Revenue Stamp

Note:

(i) The Proxy Form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than **48 hours** before the commencement of the Meeting.
(ii) The Proxy Form shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
(iii) The Proxy Form is valid only if it is properly stamped and such stamp is cancelled.
(iv) Blank, incomplete or undated Proxy Form shall not be considered valid.
(v) The proxy-holder shall prove his/her identity at the time of attending the meeting.

To,
TSR Darashaw Ltd.
Unit: Tata Teleservices (Maharashtra) Limited
6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Near Famous Studio, Mahalaxmi, Mumbai - 400 011.

Updation of Shareholder Information

I / We request you to record the following information against my / our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN/ Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	MICR: (9 digit)
Bank A/c Type:	Bank A/c No.: *
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that, the above details shall be maintained by you till I/We hold the securities under the above mentioned Folio No./beneficiary account.

Place:
Date:

_____
Signature of Shareholder

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