



**CERTIFIED TRUE EXTRACTS OF RESOLUTION(S) PASSED BY THE SECURITIES ALLOTMENT COMMITTEE OF THE BOARD OF DIRECTORS OF IDEA CELLULAR LIMITED AT ITS MEETING HELD ON 11<sup>th</sup> JUNE, 2014 AT MUMBAI**

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**“RESOLVED THAT** in accordance with the provisions contained in the Memorandum of Association and the Articles of Association of the Company, Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, (the **“SEBI Regulations”**), the Companies Act, 2013 and the provisions of all other applicable laws, rules and regulations, guidelines, circulars and notifications and pursuant to the resolution passed by the Board of Directors of the Company dated August 1, 2013, the resolution passed by the shareholders of the Company dated September 16, 2013, the Placement Agreement dated June 5, 2014, the Preliminary Placement Document dated June 5, 2014 and the Placement Document dated June 9, 2014, the Securities Allotment Committee of the Board of Directors of the Company hereby issues and makes an allotment of 223,880,597 equity shares of face value of Rs. 10/- each (the **“Equity Shares”**), bearing distinctive numbers 3320063906 to 3543944502 to the Qualified Institutional Buyers (QIBs) whose details, alongwith the number of shares mentioned against their respective names, are appearing in the list tabled before the meeting at the issue price of Rs. 134/- per Equity Share (including Rs. 124/- towards share premium) against receipt of entire consideration of Rs. 29,999,999,998/- in the escrow account opened by the Company for the said purpose.

**RESOLVED FURTHER THAT** the aforesaid equity shares shall rank pari passu in all respects, including dividend, with the existing equity shares of the Company.

**RESOLVED FURTHER THAT** Mr. Himanshu Kapania, Managing Director; Mr. Akshaya Moondra, Chief Financial Officer; Mr. Pankaj Kapdeo, Company Secretary; Mr. Vineet Choraria, Authorised Signatory, acting severally, be and are hereby authorized to make necessary application(s) and submit all necessary documents / information to National Securities Depository Ltd. (NSDL) and / or Central Depository Services (India) Ltd. (CDSL) for admission and credit of shares to the respective de-mat account of the allottees and to make necessary application to the Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE) to list and admit the shares so allotted for Listing and Trading and to finalize, sign, execute such application form(s), undertaking(s), declaration(s), agreement(s), deed(s) and document(s) as may be required to give effect to the allotment of abovementioned equity shares (including any modifications thereto, as may be required from time to time by any authority) and to do all such acts, deeds, matters and things as they may deem necessary and appropriate for giving effect to the above resolution.





**RESOLVED FURTHER THAT** the Common Seal of the Company be affixed to all necessary documents, as may be required, in the presence of any one Director of the Company, who shall sign the same in token thereof and Mr. Akshaya Moondra, Chief Financial Officer or Mr. Pankaj Kapdeo, Company Secretary who shall sign/countersign the same in token thereof pursuant to the Articles of Association of the Company.

**RESOLVED FURTHER THAT** Mr. Himanshu Kapania, Managing Director; Mr. Akshaya Moondra, Chief Financial Officer; Mr. Pankaj Kapdeo, Company Secretary, acting severally, be and are hereby authorized to issue instructions to the necessary persons, sign and execute such deeds, documents and instruments, including filing of Return of Allotment with the Registrar of Companies, and do all such acts, matters, deeds and things that may be necessary, incidental or desirable to give effect to the purpose of the above resolution.

**RESOLVED FURTHER THAT** Mr. Akshaya Moondra, Chief Financial Officer or Mr. Pankaj Kapdeo, Company Secretary be and are hereby severally authorized to circulate a certified true copy of this resolution to all concerned."

*Certified to be true*

For Idea Cellular Limited

A handwritten signature in blue ink, appearing to read "Pankaj Kapdeo", written over a horizontal line.

**Pankaj Kapdeo**  
Company Secretary

