

Item No.(II)(ii) **Delisting of MTNL shares from Calcutta, Madras and Delhi Stock Exchanges.**

Proposed by Shri H.S. Sahni and seconded by Shri V.N. Tandon, the following resolutions was unanimously passed as Special Resolution by show of hands:-

“RESOLVED THAT Subject to the provisions of the Companies Act, 1956, Securities Contracts (Regulation) Act, 1956 and the rules framed thereunder, Listing Agreement, SEBI(Delisting of Securities) Guidelines, 2003, and such other applicable Laws, Rules, Regulations and Guidelines, and subject to such approvals, permissions and sanctions, as may be necessary, the Board of Directors of the company be and is hereby authorized to seek voluntarily delisting of its securities from Delhi, Calcutta and Madras Stock Exchanges.”

“RESOLVED FURTHER that the securities of the company shall continue to be listed on the stock exchanges having nationwide trading terminals viz the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) and therefore, as per the said guidelines issued by the Securities and Exchange Board of India, no exit opportunity need to be given to the shareholders of the company.”

“RESOLVED FURTHER that the Board of directors of the company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable and to execute all such deeds and documents as may be considered necessary and expedient to give effect to the above said resolution.”

The chairman declared the meeting as closed by thanking all the shareholders for their support in passing the resolutions in the meeting.


(A.K. GARG)
Chairman
