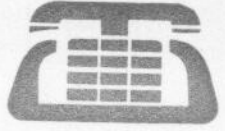


महानगर टेलीफोन निगम लि.

(भारत सरकार का उद्यम)

Mahanagar Telephone Nigam Ltd.

(A Government of India Enterprise)



MTNL/SECTT/SE/2014

February 27, 2014

To,

The Secretary, Stock Exchanges
Delhi/Bombay/Calcutta/Chennai/National Stock Exchange/OTCQX.

Sub: Forwarding of Minutes of EGM held on 26.02.2014.

Dear Sir(s),

Further to our letter of even No. dtd 3rd February, 2014, the 7th Extra-ordinary General Meeting of MTNL has been held on 26.02.2014. We are forwarding herewith a copy of the minutes of 7th Extra-ordinary General Meeting of MTNL for your kind information, please.

Thanking you.

Yours faithfully


(S.R.SAYAL)
COMPANY SECRETARY

Encl: as above.

पंजीकृत एवं निगम कार्यालय : महानगर दूरसंचार सदन, 5 वां तल, 9 सी.जी.ओ. कॉम्प्लेक्स, लोधी रोड, नई दिल्ली-110003

फोन कार्यालय : 24319020, फैक्स : 24324243

Regd. & Corporate Office : Mahanagar Doorsanchar Sadan, 5th Floor, 9 CGO Complex, Lodhi Road, New Delhi-110003 India

Phone Off.: 24319020, Fax : 24324243

आप हमारे साथ हिन्दी में भी पत्राचार कर सकते हैं।

MINUTES OF THE 7TH EXTRA ORDINARY GENERAL MEETING OF MAHANAGAR
TELEPHONE NIGAM LIMITED HELD ON 26TH FEBRUARY, 2014 AT 11.30 AM AT
THE AUDITORIUM, 1ST FLOOR, MAHANAGAR DOORSANCHAR SADAN, 9, CGO
COMPLEX, LODHI ROAD, NEW DELHI-110 003.

PRESENT:

1. Shri A.K.Garg, Chairman & Managing Director
2. Shri P.K. Purwar, Director(Fin)
3. Shri Sunil Kumar, Director(HR)
4. Shri B.K. Mittal, ED (Delhi) - MTNL
5. Shri S.R. Sayal, Company Secretary

Shareholders

1. Shri Ashok Nakra, Director(T), DOT (President of India's Nominee)
2. Shri U.N. Sinha, Under Secretary (T), Department of Telecom.
3. Other shareholders as per details in the Attendance Register.

At the outset, the Company Secretary informed that he has checked the attendance at the Registration Counter and announce that the quorum is present. He requested the Chairman to call the meeting to order and proceed with the business of the meeting.

Accordingly, Shri A.K.Garg, CMD, called the meeting to order, welcomed all the Members to the 7th Extra Ordinary General Meeting of the Company and delivered his Speech which contained the latest developments, current financials and prospects of the Company..

Thereafter, the Chairman requested the Company Secretary to read the Notice and Resolution.

The Company Secretary read the Notice. Thereafter, the floor was kept open for question answers. Some shareholders asked questions regarding working of the company, financials, and future plans of the company for increasing the revenue. The Chairman replied to the same. Then the following business was taken up in the meeting:-



Item No.1 TO RAISE THE LIMIT OF BORROWINGS BY MTNL FROM RS.9,000 CRORES TO RS.15,000 CRORES.

Proposed by Shri Ashok Nakra, the President of India's nominee and seconded by Shri Yashpal Chopra(Client ID-1205920000000281), the following resolution was unanimously passed as a Special Resolution by show of hands:-

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013(erstwhile Section 293(1)(d) of the Companies Act, 1956) & other applicable provisions, if any, of the Companies Act, 1956/Companies Act, 2013 and subject to the approval of the President of India, the Board of Directors be and is hereby authorized to borrow from time to time at its discretion and as per requirement, from the banks, financial institutions, mutual funds through issue of bonds to the Banks, financial institutions, mutual funds, merchant bankers, PF Trusts or other retirement/superannuation funds or to the general public including non-resident and/or from any other source on such terms & conditions as it may deem fit, such sums as may be considered necessary upto the limit of Rs.15,000 crores outstanding at any one time and that such borrowing shall be exclusive of temporary loans/short term loans obtained from the Company's Bankers in the ordinary course of business."

With the passing of the resolution, the meeting was declared closed with a vote of thanks to Chair. The Director (Fin) proposed a Special thanks to all the shareholders for sparing their valuable time to attend the meeting and for their support in passing the resolution in the meeting.

Sd/-
(A.K. GARG)
Chairman

CERTIFIED TO BE TRUE COPY

Sayal
(S.R. SAYAL)
COMPANY SECRETARY