


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

AGM/TTL/NSE/BSE/2024-25

Dt.27.09.2024

<p>To The Manager, M/s.National Stock Exchange Of India Limited, “Exchange Plaza”, Bandra Kurla Complex, Bandara (East), MUMBAI – 400 051</p> <p>Scrip Code: TNTELE</p>	<p>To The Manager, Bombay Stock Exchange Limited, Floor No.25, PJ Towers, Dalal Street, MUMBAI – 400 001</p> <p>Scrip Code: 523419</p>
---	--

Dear Sir/Madam,

**SUB: Disclosure of Submissions undertakings pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

With the reference to the captioned Subject, Please find the attached the following:

1. Voting results as required under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 where in all the resolutions proposed in the Notice of AGM were passed under E-Voting of the Annual General Meeting with the combined requisite Majority.
2. Report of the Scrutinizer dated 27.09.2024, pursuant to 108 of the Companies Act, 2013 and rule 20(4) (XIT) of the Companies (Management and Administration) Rules 2014.

Kindly take above information on record.

Yours faithfully,  
For M/s. Tamilnadu Telecommunications Limited,

*J. Ramesh Kannan*

(J Ramesh Kannan)  
Managing Director  
DIN 09292181  
Encl. as above


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



Wo.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

## Summary of Proceedings of the 36<sup>th</sup> Annual General Meeting ('AGM') of

### TAMIL NADU TELECOMMUNICATION LIMITED

Dear Sir/ Madam,

The 36<sup>th</sup> Annual General Meeting (AGM) of the Members of TAMILNADU TELECOMMUNICATION LIMITED ('Company') was held on Friday, 27<sup>th</sup> September, 2024 at 11.30 A.M. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'), in this regard.

In terms of the General Circular(s) issued by the Ministry of Corporate Affairs (MCA) and in compliance with provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Shri D. Porpathasekaran chaired the meeting. J Ramesh Kannan, Managing Director and Chief financial officer (CFO), & Ms. Swapnil Gupta, Company Secretary welcomed the members to the 36<sup>th</sup> Annual General Meeting (AGM) and briefed them on certain points relating to their participation at the Meeting through audio visual means.

Anthem 'Tamil Thaa Vazhu' was played as mark of respect. After the anthem, Mr. J. Ramesh Kannan, Managing Director and Chief financial officer (CFO), formally welcomed Chairman, Board of Directors, Representative of TIDCO and TCIL, members from M/s Fujikura, statutory auditors and secretarial auditors Cum Scrutinizer except Shri R. Karthikeyan, Tmt R. Bhuvanewari and Shri P. Akash I.A.S all the Directors of the Company were present at the Meeting through VC from their respective locations. Secretarial Auditors Cum Scrutinizer Mr. Tarun Saiani also attended the Annual General Meeting (AGM) through VC. Managing Director delivered the welcome speech and requested Shri D. Porpathasekaran, Chairman to conduct the proceedings of the 36<sup>th</sup> Annual General Meeting of M/s. Tamilnadu Telecommunications Limited.

Shri D. Porpathasekaran, Chairman informed that the Notice convening the meeting and the Directors' Report already issued to the members and with the permission of the members present, the notice convening the meeting and the Directors' Report was taken as read and approved.

The Chairman informed the Members that Company had tie up with Central Depository Services (India) Limited (CDSL) to provide facility for voting through for the e-voting facility and venue voting also.

The Chairman then addressed the members and delivered speech on the overview of the impact on Business & Financial performance of the Company for the FY 2023-24, Business Highlights, Industry Outlook, revival and future prospectus of Company.


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



Wo.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

The chairman stated that the Statutory Auditors Report on Financial Statement for the year ended March 31, 2024 along with other reports has been included in the Annual Report and with the permission of the members, considered as read and approved.

The Chairman informed the Members that the facility of e-voting for exercising voting right through e-voting platform provided by CDSL was made available to members from 24th September 2024 at 9.00 a.m and ends on 26th September 2024 at 5.00 p.m., thereafter venue voting was available with the same platform.

In terms of the Notice dated September 03, 2024 convening the 36<sup>th</sup> Annual General Meeting (AGM) of the Company, the following business was transacted at the Meeting through remote e-voting at the AGM.

### Ordinary Business

01.To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2024 including the Audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' Report thereon and in this regard, pass the following resolution as Ordinary Resolution:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the year ended March 31, 2024, which comprise the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including the statement of other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies and other explanatory information for the year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered, approved and adopted”.

02.To appoint a director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment and pass the following resolution as Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

03.To appoint a director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment and pass the following resolution as Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri. R. Karthikeyan, (DIN 00824621), who


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Wo.ks: E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone: (044) 27453881, 27452406, 27451095, Telefax: +91-44-27454768

retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

04.To fix the remuneration of the Statutory Auditors for the financial year 2024-25.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** the fee for the Statutory Audit be and is hereby approved at Rs.1,00,000/- (One Lac only) plus applicable taxes for the year 2024-25 to the Statutory Auditors of the Company as appointed by CAG.”

**RESOLVED FURTHER THAT** the Company Secretary or any Director of the Company be and is hereby also authorized to do all such acts, deeds, matters, things & writings as may deem fit, proper, expedient or necessary to give effect to the said resolution.”

Special Business

05. To consider and approve the regularization of the appointment of Shri P. Akash, I.A.S. as Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri P. Akash, I.A.S. (DIN 10272137) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

06. To consider and approve the regularization of the appointment of Shri S.K.Tata, as Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri S.K.Tata (DIN 10388959) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Wo.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

07. To consider and approve the regularization of the appointment of Smt Leena Rajput as Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Smt. Leena Rajput (DIN 10388957) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

08. To consider and approve the regularization of the appointment of Tmt R. Bhuvanewari as Director of the Company.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Tmt R. Bhuvanewari, (DIN 06360681) who was appointed as an Additional Director w.e.f. 21.05.2024 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

The Chairman / CS invited the Members to express their views, seek clarifications and ask questions on operations and financial performance of the Company and related matters. The Chairman along with the Management team was ready to respond to all the queries raised by the speaker shareholders. The member’s queries were satisfactory responded.

The Chairman thanked the Members for attending and participating in the AGM through VC/OAVM. The meeting concluded with National Anthem.





**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



Wo.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

The Scrutinizer Report was received after conclusion of Annual General Meeting (AGM) on September 27, 2024. All the resolutions were declared passed with the requisite majority. This is for your information and record.

Thanking you,  
Yours faithfully,  
For M/s. Tamilnadu Telecommunications Limited,

A handwritten signature in blue ink, reading 'J. Ramesh Kannan'.

(J Ramesh Kannan)  
Managing Director  
DIN 09292181


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**ANNEXURE B**
**36<sup>th</sup> Annual General Meeting Voting Results**

<b>Date of the Annual General Meeting</b>	September 27, 2024
<b>Total number of Shareholders on record date (45681000)</b>	
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	
Promoter and Promoter Group	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM
Public	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoter and Promoter Group</b>	3
<b>Public</b>	52

For M/s. Tamilnadu Telecommunications Limited,

**(J Ramesh Kannan)**  
**Managing Director**  
**DIN 09292181**


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**Regulation 44 of SEBI (LODR) regulation 2015 – Declaration of resulting of e-voting at 36<sup>th</sup> Annual General Meeting (AGM) of M/s Tamil Nadu Telecommunication Limited held on 27/09/2024 at 11.30 A.M. through video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) at TCIL Bhawan, Greater Kailash, New Delhi – 110048**

Company has carried out electronic voting (e-voting) during the Annual General Meeting (AGM) as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No.02/2022 dated May 05, 2022 read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020, MCA general circular No. 02/2021 F.No.2/6/2020-CL-V Dt.13.01.2021, File No. Policy17/57/2021-CL-MCA dated December 28, 2022, and MCA general circular No. 09/2024 File No. Policy-17/57/2021-CL-MCA dated November 19, 2024 in respect of resolutions proposed at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of TAMILNADU TELECOMMUNICATION LIMITED held on Friday, 27th September, 2024 at 11.30 A.M. through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”)

The Board of Director has appointed Mr. Tarun Saini from M/s. Tarun Saini & Associates, (A Peer Reviewed Firm From ICSI), Practicing Company Secretary (PCS) to make a consolidated scrutinizer’s report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (“CDSL”)

Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014, notice is also given that the Register of Members and Share Transfer Books will remain closed from 21<sup>st</sup> September 2024 to 27<sup>th</sup> September 2024 (both days inclusive) for the purpose of the Annual General Meeting.

Accordingly, we are submitting the Consolidated Scrutinizer's Report on the results e-voting as unblocked on CDSL:-

<b>EVSN</b>	240902060 for TAMILNADU TELECOMMUNICATIONS LIMITED
<b>ISIN</b>	INE141D01018: TAMILNADU TELECOMMUNICATIONS LIMITED EQUITY SHARES
<b>Nominal Value</b>	10
<b>Voting Rights</b>	1
<b>Total Folio Vote</b>	55
<b>No of Votes</b>	29082057




**TAMILNADU TELECOMMUNICATIONS LIMITED**

 (A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**

**Voting Results Resolution Wise:**
**Resolution No.1: Ordinary Resolution**

To approve the Financial Statements of the Company for the financial year ended 31st March 2024 including the Audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' Report thereon:-

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in ' <b>Favour</b> ' of resolution	% of total number of valid votes cast
41	29073896	(99.97%)

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in ' <b>Against</b> ' of resolution	% of total number of valid votes cast
14	8161	(0.3%)

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0

**Resolution No.2: Ordinary Resolution**

To appoint a Director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment: -

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in ' <b>Favour</b> ' of resolution	% of total number of valid votes cast
40	29073596	(99.97%)


**TAMILNADU TELECOMMUNICATIONS LIMITED**

 (A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
15	8461	(0.03%)

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0

**Resolution No.3: Ordinary Resolution**

03. To appoint a Director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment: -

(i) Voted 'FOR' the resolution:

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
40	29073596	(99.97%)

(ii) Voted 'AGAINST' the resolution:

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
15	8461	(0.03%)

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**Resolution No.4: Ordinary Business**

To fix the remuneration of the Statutory Auditors for the financial year 2024-25.

“**RESOLVED THAT** the fee for the Statutory Audit be and is hereby approved at Rs.1,00,000/- (One Lac only) plus applicable taxes for the year 2024-25 to the Statutory Auditors of the Company as appointed by CAG.”

**RESOLVED FURTHER THAT** the Company Secretary or any Director of the Company be and is hereby also authorized to do all such acts, deeds, matters, things & writings as may deem fit, proper, expedient or necessary to give effect to the said resolution.”

(i) Voted ‘FOR’ the resolution :

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
41	29073896	(99.97%)

(ii) Voted ‘AGAINST’ the resolution :

Yes Count	Number of Votes cast in ‘Against’ of resolution	% of total number of valid votes cast
14	8161	(0.03%)

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

**Special Business**
**Resolution No.5: Ordinary Resolution**

To consider and approve the regularization of the appointment of Shri P. Akash, I.A.S. as Director of the Company.


**TAMILNADU TELECOMMUNICATIONS LIMITED**

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**



W.o.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**“RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri P. Akash, I.A.S. (DIN 10272137) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

(i) Voted ‘FOR’ the resolution :

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
40	29073596	(99.97%)

(ii) Voted ‘AGAINST’ the resolution:

Yes Count	Number of Votes cast in ‘Against’ of resolution	% of total number of valid votes cast
15	8461	(0.03%)

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

**Resolution No.6: Ordinary Resolution**

To consider and approve the regularization of the appointment of Shri S.K.Tata, as Director of the Company.

**“RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri S.K.Tata (DIN


**TAMILNADU TELECOMMUNICATIONS LIMITED**

 (A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Wo.ks : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

10388959) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

(i) Voted ‘FOR’ the resolution:

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
39	29073595	(99.97%)

(ii) Voted ‘AGAINST’ the resolution:

Yes Count	Number of Votes cast in ‘Against’ of resolution	% of total number of valid votes cast
16	8462	(0.03%)

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

**Resolution No.7: Ordinary Resolution**

To consider and approve the regularization of the appointment of Smt Leena Rajput as Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Smt. Leena Rajput (DIN 10388957) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.




**TAMILNADU TELECOMMUNICATIONS LIMITED**

 (A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

(i) Voted ‘FOR’ the resolution:

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
40	29073596	(99.97%)

(ii) Voted ‘AGAINST’ the resolution:

Yes Count	Number of Votes cast in ‘Against’ of resolution	% of total number of valid votes cast
15	8461	(0.03%)

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

**Resolution No.8: Ordinary Resolution**

08. To consider and approve the regularization of the appointment of Tmt R. Bhuvaneshwari as Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Tmt R. Bhuvaneshwari, (DIN 06360681) who was appointed as an Additional Director w.e.f. 21.05.2024 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.


**TAMILNADU TELECOMMUNICATIONS LIMITED**

 (A Joint venture of TCIL, a Govt. of India Enterprise &  
TIDCO, a Govt. of Tamilnadu Enterprises)

**OPTICAL FIBRE CABLE DIVISION**


Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

(i) Voted ‘FOR’ the resolution:

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
40	29073596	(99.97%)

(ii) Voted ‘AGAINST’ the resolution:

Yes Count	Number of Votes cast in ‘Against’ of resolution	% of total number of valid votes cast
15	8461	(0.03%)

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

Yours faithfully,  
For M/s. Tamilnadu Telecommunications Limited,

(J Ramesh Kannan)  
Managing Director  
DIN 09292181

# **TARUN SAINI & ASSOCIATES**

## **COMPANY SECRETARIES**

### **Consolidated Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]*

**To,**  
**The Chairman**  
**(36<sup>th</sup> Annual General Meeting)**  
**TAMIL NADU TELECOMMUNICATION LIMITED**  
**No.16, First Floor, Aziz Mulk 3rd street,**  
**Thousand Lights, CHENNAI TN 600006 IN**

Sub: Annual General Meeting of the Equity Shareholders of, TAMIL NADU TELECOMMUNICATION LIMITED held on Friday 27<sup>th</sup> September 2024 At 11:30 AM through Video Conferencing ("VC")

Dear Sir,

We, Tarun Saini & Associates (Company Secretaries, a Peer reviewed Firm from Delhi), appointed by the Board of Directors of TAMIL NADU TELECOMMUNICATION LIMITED ("the Company"), as Scrutinizer for the purpose of scrutinizing the electronic voting (e-voting) during the AGM carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with MCA and SEBI General Circulars issued from time to time in a fair and transparent manner, in respect of resolutions proposed at the 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of TAMIL NADU TELECOMMUNICATION LIMITED held on Friday 27<sup>th</sup> September 2024 at 11.30 A.M. through Video Conferencing ("VC").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules).

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made there under; (ii) the MCA Circulars; and (iii) the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer for e-voting process is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by Central Depository Services

**10/58, LGF, VIKAM VIHAR, LAJPAT NAGAR-IV, NEW DELHI-110024**  
**E-mail: acstarunsaini@gmail.com; Contact No. +91-9899977756**

# **TARUN SAINI & ASSOCIATES**

## **COMPANY SECRETARIES**

(India) Limited (“CDSL”), the authorized agency to provide e- voting facilities, engaged by the Company.

The shareholders holding shares as on the "cut off" date i.e. 20<sup>th</sup> September, 2024, were entitled to vote on the proposed resolutions for Item Nos. 1 to 8 as set out in the Notice of the 36<sup>th</sup> AGM of TAMIL NADU TELECOMMUNICATION LIMITED.

In this regard, we hereby submit our report as under:-

1. The Company has availed the voting services from Central Depository Services (India) Limited (“CDSL”) for providing the Members with the facility to cast their vote electronically/Physically.
2. The remote e-Voting period remained open from 24<sup>th</sup> September 2024 at 09:00 Hrs. (09:00 AM) and ends on 5.00 pm on 26<sup>th</sup> September, 2024. The venue voting started at 11.30 am on 27<sup>th</sup> September 2024 and closed at 13:43 Hrs. (01:43 PM) on the same day after the meeting.
3. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company whose detail is as follow.
  - 1 Himanshu Sharma S/o Late Santosh Kumar Sharma Resident of 1531, 3<sup>rd</sup> Floor, Wazir Nagar, Kotla Mubarak Pur, New Delhi-110003, Occupation: Advocate
  - 2 Pradeep Kumar (Company Secretary) S/o Sh. Sant Ram resident of Q-7, Hauz Khas Enclave, New Delhi-110016
4. Thereafter, the details containing, inter alia, the information about equity shareholders voting ‘For’ and ‘Against’ the resolutions that was put to vote, were generated from the e-voting portal of CSDL and based on such reports generated, data regarding the e-voting was scrutinized.

# TARUN SAINI & ASSOCIATES

## COMPANY SECRETARIES

Accordingly, we are submitting the Consolidated Scrutinizer's Report on the results e-voting as unblocked on CDSL.

<b>EVSN</b>	<b>240902060</b> for TAMIL NADU TELECOMMUNICATIONS LIMITED
<b>ISIN</b>	INE141D01018: TAMIL NADU TELECOMMUNICATIONS LIMITED EQTY SHARES

**Voting result Resolution Wise:**

### **Resolution No.1: Ordinary Resolution**

To approve the Financial Statements of the Company for the financial year ended 31st March 2024 including the Audited Balance Sheet as at 31st March 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' Report thereon:-

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	41	29073896	99.97%	14	8161	0.03%

### **Resolution No.2: Ordinary Resolution**

To appoint a Director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment: -

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	40	29073596	99.97%	15	8461	0.03%

### **Resolution No.3: Ordinary Resolution**

To appoint a Director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment: -

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	40	29073596	99.97%	15	8461	0.03%



# TARUN SAINI & ASSOCIATES

## COMPANY SECRETARIES

### Resolution No.4: Ordinary Resolution

To fix the remuneration of the Statutory Auditors for the financial year 2024-25.

“RESOLVED THAT the fee for the Statutory Audit be and is hereby approved at Rs.1,00,000/- (One Lac only) plus applicable taxes for the year 2024-25 to the Statutory Auditors of the Company as appointed by CAG.”

RESOLVED FURTHER THAT the Company Secretary or any Director of the Company be and is hereby also authorized to do all such acts, deeds, matters, things & writings as may deem fit, proper, expedient or necessary to give effect to the said resolution.”

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	41	29073896	99.97%	14	8161	0.03%

### Resolution No.5: Ordinary Resolution

To consider and approve the regularization of the appointment of Shri P. Akash, I.A.S. as Director of the Company.

“RESOLVED THAT pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri P. Akash, I.A.S. (DIN 10272137) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be & is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	40	29073596	99.97%	15	8461	0.03%

# TARUN SAINI & ASSOCIATES

## COMPANY SECRETARIES

### Resolution No.6: Ordinary Resolution

To consider and approve the regularization of the appointment of Shri S.K.Tata, as Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Shri S.K.Tata (DIN 10388959) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	39	29073595	99.97%	16	8462	0.03%

### Resolution No.7: Ordinary Resolution

To consider and approve the regularization of the appointment of Smt. Leena Rajput as Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Smt. Leena Rajput (DIN 10388957) who was appointed as an Additional Director w.e.f. 09.11.2023 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

**RESOLVED FURTHER THAT** any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	40	29073596	99.97%	15	8461	0.03%

# TARUN SAINI & ASSOCIATES

## COMPANY SECRETARIES

### Resolution No.8: Ordinary Resolution

To consider and approve the regularization of the appointment of Tmt R. Bhuvanewari as Director of the Company.

“RESOLVED THAT pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification or re-enactment thereof for the time being in force), Tmt R. Bhuvanewari, (DIN 06360681) who was appointed as an Additional Director w.e.f. 21.05.2024 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be & is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	55	29082057	40	29073596	99.97%	15	8461	0.03%

Based on the above results, I confirm that all the resolutions have been carried out with requisite majority.

Summary of the said report is annexed as Annexure 1 and read as part and parcel of the said report.

All electronic data are available online at CDSL portal at Scrutinizer Login.

**FOR TARUN SAINI & ASSOCIATES**  
**COMPANY SECRETARIES**  
**(A peer-reviewed firm)**



**TARUN SAINI**  
**FCS-11067**  
**CP No. 11990**  
**UDIN- F011067F001355630**  
**Place: Delhi**  
**Date: 27.09.2024**

10/58, LGF, VIKAM VIHAR, LAJPAT NAGAR-IV, NEW DELHI-110024  
E-mail: acstarunsaini@gmail.com; Contact No. +91-9899977756