

TELECANOR GLOBAL LIMITED

To,
BSE Ltd.
Department of Corporate Services
25th Floor, P. J. Tower,
Dalal Street,
Mumbai – 400 001
Script Code – 530595 (TELECANOR)

Date: 30th September' 2024

Dear Sir/Madam,

Sub: Gist of Proceedings of the 32nd Annual General Meeting held on Monday, 30th September, 2024.

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

This is to inform you that 32nd Annual General Meeting (AGM) of the Company was held on Monday, the 30th day of September, 2024 at 10.00 A.M., at Bhandari layout Community Hall, Road No – 3B, Bhandari layout, Nizampet, Hyderabad - 500090.

Mrs. Pilli Swetha - Chairman (Executive) of the Company, presided over the proceedings and welcomed the Members to the 32nd AGM of the Company.

The Chairman informed that the required quorum was present and called the meeting in order. The Quorum was present throughout the meeting.

The Chairman then addressed the members and gave an overview of the financial performance of the Company for the Financial Year 2023-2024 and the general working operations of the Company and its future outlook.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to the members to vote on the matters transacted at the 32nd AGM. Further, to facilitate the voting at Annual General Meeting to the members present thereat and who did not cast their vote earlier through remote e-voting, the Company provided ballot papers to enable them to vote in respect of items of business as set out in the Notice of Annual General Meeting. CS Manjula Poddar, Practicing Company Secretary, Kolkata was appointed as the Scrutinizer for the E-voting process and conducting the voting process at the AGM by Ballot Papers.

The Chairman invited the members to raise questions, offer comments and seek clarifications on the Annual Report and Accounts or any of the items stated in the Notice of the 32nd Annual General Meeting of the Company. Upon the members completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

The Chairman, then, requested CS Manjula Poddar, Practicing Company Secretary, Kolkata for an orderly conduct of voting through ballot papers.

The Chairman informed that the results of voting on each resolution shall be declared considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as through ballot and on the basis of the Consolidated Scrutinizer's Report.

The Chairman further informed that in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall submit to the Stock Exchange the details of the voting results in the prescribed format within forty-eight

hours of conclusion of the AGM and the results declared along with the Scrutinizer's Consolidated Report shall be placed on the Company's website at www.telecanor.com and on the website of CDSL at www.evotingindia.com

Thereafter, the physical ballot exercise was conducted smoothly.

The Chairman thanked all the members for their presence and support and after the casting of the votes by all the members present, the 31st AGM stood closed.

The following resolutions have been passed at the aforesaid AGM:

1. APPROVAL OF FINANCIAL STATEMENTS:

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 including the audited Balance Sheet as at 31st March, 2024 and the Audited Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon by passing Ordinary resolution with requisite majority.

2. APPOINTMENT OF PAGIDALA BRAHAMANANDA REDDY (DIN. 09003086), AS EXECUTIVE DIRECTOR OF THE COMPANY:

The members hereby approved the appointment of Pagidala Brahamananda Reddy (DIN. 09003086), as Executive Director of the Company.

3. TO REAPPOINT M/S K.K.GOEL & ASSOCIATES, CHARTERED ACCOUNTANT, [FRN: 005299N], DELHI AS THE STATUTORY OF THE COMPANY:

The Members approved the appointment of M/s K.K.Goel & Associates, Chartered Accountant, [FRN: 005299N] Delhi as the Statutory Auditor of the company for a term of Five consecutive years from the conclusion of 31th Annual General Meeting till the conclusion of the 35rd Annual General Meeting (AGM) of the Company to be held in the year 2027, subject to ratification by the members at every AGM.

4. TO REGULARIZE THE APPOINTMENT OF MRS. NAMBURI SAINELA JAHNAVI, AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

The members hereby approved the appointment of Namburi Sainela Jahnavi (DIN. 10782917), as Non-Executive Independent Director of the Company.

5. TO RE-APPOINT MRS. NALGONDA SUJATHA (DIN: 08482301) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

The members hereby approved the appointment of Nalgonda Sujatha (DIN. 08482301), as Non-Executive Independent Director of the Company.

6. TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM “STATE OF TELANGANA” TO THE “STATE OF ANDHRA PRADESH” AND CONSEQUENT AMENDMENT TO MEMORANDUM OF ASSOCIATION OF THE COMPANY:

The members of the company hereby approved the shifting of registered office of the company from the State of Telangana to the State of Andhra Pradesh.

7. ISSUANCE OF CONVERTIBLE WARRANTS TO THE PROMOTERS AND PROMOTER GROUP ON A PREFERENTIAL BASIS:

The members consented to Issue Convertible Warrants to the Promoters and Promoter group on a preferential basis.

The Meeting of the members of the company commenced at 10.00 A.M and concluded at 10.45 A.M.

The meeting concluded with a vote of thanks to the Chair and members.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,

For Telecanor Global Ltd

P
SWETHA

Digitally signed by
P SWETHA
Date: 2024.10.19
14:21:08 +05'30'

Pilli Swetha
Managing Director
DIN No. 06397865



Manjula Poddar
COMPANY SECRETARY

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairperson
Telecanor Global Limited
CS - 1, 6-3-626, Parameshwar
Anand Nagar, Khairabad
Hyderabad-500004

Dear Sir,

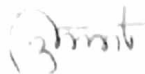
I, Manjula Poddar, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of the Telecanor Global Limited ("the Company") for the purpose of:

- A.** Scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
 - B.** Poll through ballot paper under the provisions of Section 109 of the Act read with Rules 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on 30th September, 2024 at Bhandari layout Community Hall, Road No - 3B, Bhandari layout, Nizampet, Hyderabad - 500090.
- 2.** The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and rules relating to the voting through remote e-voting and Ballot Form and for the equity shareholders of the Company. My responsibility as a scrutinizer for the process of voting through remote e-voting and ballot form at the venue of the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a scrutinizer's report for the votes casts in "favour" or "against" on the resolution proposed in the Notice of the 32nd Annual General Meeting, based on the report generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 32nd Annual General Meeting of the shareholders of the Company.
 - 3.** In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from Friday, 27th September, 2024 at 9:00 A.M to Sunday, 29th September, 2024 at 5:00 P.M and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.
 - 4.** The Members of the Company as on "Cut-off date (record date) i.e. 23rd September, 2024 were entitled to vote on the resolutions.
 - 5.** At the end of the voting period on Sunday, 29th September, 2024 at 5:00 P.M. IST, the voting portal of the service provider was blocked forthwith.

AC, Mansion Building, 72, Bentinck Street, 5th Floor, Room No. 1A Kolkata - 700001
Mobile : +91 9831004461, E mail : csmanjulapoddar@gmail.com



6. The votes cast were unblocked on 30th September, 2024 in the presence of two witnesses, Amit Sharma and Yogesh Agarwal who are not in the employment of the Company. They have signed below in Confirmation of the Votes being unblocked in their presence.



Amit Sharma



Yogesh Agarwal

7. Thereafter, the details containing interalia, list of the members, who voted "for" or "against" on each of the resolution that were derived from the ballot forms as received and the report generated from the e-voting website of the CDSL, and based on such reports.

8. I have issued Separate Scrutinizer's Report dated 1st October, 2024 on the remote e-voting and on the poll conducted through ballot paper at the venue of the AGM on the resolution contained in the notice of the AGM. I submit herewith my consolidated Scrutinizer's report on the result of voting by remote e-voting and poll conducted at the venue of the AGM as follows:

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2024 and the reports of the Directors' and Auditors' thereon.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	-	-
	Poll		26,18,714	100.00	26,18,714	-	100.00	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	-	26,18,714	100.00	26,18,714	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	87,72,200	2,819	0.03	2,819	-	100.00	-
	Poll		36,515	0.42	36,515	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	87,72,200	39,334	0.45	39,334	-	100.00	0.03
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	100.00	0.00

2. To appoint a Director in place of Pagidala Brahamananda Reddy (DIN. 09003086), Director who retires by rotation and being eligible, offer himself for re-appointment as Executive Director of the Company.

Resolution: **Ordinary Resolution**



Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	-	-
	Poll		26,18,714	100.00	26,18,714	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		-	26,18,714	100.00	26,18,714	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	87,72,200	2,819	0.03	2,819	-	100.00	-
	Poll		36,515	0.42	36,515	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		87,72,200	39,334	0.45	39,334	-	100.00
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	100.00	0.00

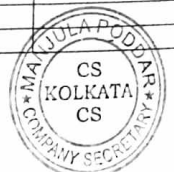
3. To ratify the appoint M/s K.K.Goel & Associates, Chartered Accountant [FRN No. 005299N] Delhi, as the Statutory Auditor of the Company.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	-	-
	Poll		26,18,714	100.00	26,18,714	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		-	26,18,714	100.00	26,18,714	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	87,72,200	2,819	0.03	2,819	-	100.00	-
	Poll		36,515	0.42	36,515	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		87,72,200	39,334	0.45	39,334	-	100.00
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	100.00	0.00

4. To regularize the appointment of Mrs. Namburi Saineela Jahnavi, as Non-Executive Independent Director of the Company.

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	-	-
	Poll		26,18,714	100.00	26,18,714	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		-	26,18,714	100.00	26,18,714	-	100.00
Public-	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-



Institutions	Total							
	E-Voting		2,819	0.03	2,819	-	100.00	-
	Poll	87,72,200	36,515	0.42	36,515	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	87,72,200	39,334	0.45	39,334	-	100.00	0.03
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	100.00	0.00

5. To re-appoint Mrs. Nalgonda Sujatha (DIN: 08482301) as Non-Executive Independent Director of the Company.

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	100.00	-
	Poll		26,18,714	100.00	26,18,714	-	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	100.00	0.00
	Total		26,18,714	100.00	26,18,714	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	87,72,200	2,819	0.03	2,819	-	100.00	0.00
	Poll		36,515	0.42	36,515	-	100.00	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	100.00	0.03
	Total		39,334	0.45	39,334	-	100.00	0.00
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	-	-

6. To shift the registered office of the Company from "State of Telangana" to the "State of Andhra Pradesh".

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,18,714	-	-	-	-	100.00	-
	Poll		26,18,714	100.00	26,18,714	-	N.A	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	100.00	0.00
	Total		26,18,714	100.00	26,18,714	-	-	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	87,72,200	2,819	0.03	2,819	-	100.00	0.00
	Poll		36,515	0.42	36,515	-	100.00	N.A
	Postal Ballot		N.A	N.A	N.A	N.A	100.00	0.03
	Total		39,334	0.45	39,334	-	100.00	0.00
Total		1,13,90,914	26,58,048	23.33	26,58,048	-	-	-

7. Issuance of Convertible Warrants to the Promoters and Promoter group on a preferential basis.

Whether Promoter/Promoter group interested in agenda/resolution						Yes		
Category	Mode of Voting	No. of Shares held	No. of Votes	% of votes polled on	No. of Votes in	No. of Votes	% of Votes in favour	% of Votes against on



		(1)	Polled (2)	outstandin g shares (3)-[(2)/(1)] *100	favour (4)	against (5)	on votes polled (6)-[(4)/(2)] *100	votes polled (7)-[(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting Poll	26,18,714						
	Postal Ballot							
	Total							
Public- Institutions	E-Voting Poll							
	Postal Ballot							
	Total							
Public Non- Institutions	E-Voting Poll	87,72,200	2,819	0.03	2,819	-	100.00	-
	Postal Ballot		36,515	0.42	36,515	-	100.00	0.00
			N A	N A	N A	N A	N A	N A
	Total		87,72,200	39,334	0.45	39,334	-	100.00
Total		1,13,90,914	39,334	0.35	39,334	-	100.00	0.00

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

9. The electronic data and all the other relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

Manjula Poddar

MANJULA PODDAR

Practicing Company Secretary

C.P.No. 11252

Mem. No. F9426

UDIN - F009426F001401388



Place: Kolkata

Date: 1st October, 2024