


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

**Summary of Proceedings of the 32nd Annual General Meeting ('AGM') of
TAMIL NADU TELECOMMUNICATION LIMITED**

Dear Sir/ Madam,

The 32nd AGM of the Members of TAMIL NADU TELECOMMUNICATION LIMITED ('Company') was held on Friday, 18th December, 2020 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, and other social distancing norms in view of the global outbreak of the COVID-19 pandemic.

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'), Mr. Kamendra Kumar chaired the meeting. Ms. Swapnil Gupta Company Secretary welcomed the members to the AGM and briefed them on certain points relating to their participation at the Meeting through audio visual means.

Requisite quorum for the meeting as per Section 103(1)(a)(iii) of the Companies Act, 2013 was present and hence the meeting commenced.

Anthem '*Tamil Thaaivazthu*' was played as mark of respect. After the anthem, Mr. P.V.Sreekanth Managing Director formally welcomed Chairman, Board of Directors, Directors of TIDCO who are on BoD of TTL, representative of M/s Fujikura, M/s TCIL, statutory auditors and Secretarial Auditors Cum Scrutinizer. Except Mrs. Shivalini Sinha and Mr. B. Elangovan, all the Directors of the Company were present at the Meeting through VC from their respective locations. Secretarial Auditors Cum Scrutinizer Himanshu Sharma also attended the AGM. Managing Director requested Shri.Kamendra Kumar, Chairman to conduct the proceedings of the 32nd Annual General Meeting of M/s. Tamilnadu Telecommunications Limited.

Shri.Kamendra Kumar, 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.

Shri.Kamendra Kumar, Chairman informed the Members that Scrutinizer for the remote e-voting and the e-voting during the proceedings of the AGM was present at the Meeting through VC.


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

The Chairman informed the Members that Company had tie up with Central Depository Services (India) Limited (CDSL) to provide facility for voting through CDSL for the remote e-voting and the e-voting during the proceedings of the AGM through VC/ OAVM facility.

The Chairman then addressed the members and delivered speech on the overview of the impact of COVID-19 on Business, Financial performance of the Company for the FY 2019-20, Business Highlights, Industry Outlook, status of OTS and future prospectus of Company.

The chairman stated that the Statutory Auditors Report on Standalone Financial Statement for the year ended March 31, 2020 along with Auditor and other reports has been included in the Annual Report, with the permission of the members was considered as read and approved.

The Chairman informed the Members that the facility of remote e-voting for exercising voting right through e-voting platform provided by CDSL was made available to members from Tuesday, 15th December 2020 at 11.00 am up to 17th December 2020 at 05.00 p.m.

In terms of the Notice dated November 19, 2020 convening the 32nd AGM of the Company, the following business were transacted at the Meeting through remote e-voting and e-voting during the AGM.

- 1) To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2020 including the Audited Balance Sheet as at 31st March 2020, 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.
- 2) To appoint a Director in place of Shri. Kamendra Kumar, (DIN 07578257), who retires by rotation and being eligible, offers himself for re-appointment.
- 3) To Appoint a Director in place of Shri. B. Ramakrishnan, (DIN 00182214), who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To fix the remuneration of the Statutory Auditors for the financial year 2020-21.

To consider and pass without modification(s), the following Resolutions as **Ordinary Resolutions:**

“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 2020-21 to the M/s R.Bupathy & Co, Chartered Accountants, Chennai, as Statutory Auditors of the Company.”

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.”


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

- 5) To consider without modification(s), the following Resolutions as **Ordinary Resolutions:**
“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 V Sreekanth, (DIN08610244) who was appointed as an Additional Director w.e.f. 14.11.2019 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 responded to all the queries raised by the speaker shareholders.

The Chairman thanked the Members for attending and participating in the AGM through VC/OAVM.

Managing Director proposed vote of thanks.

The meeting concluded with National Anthem.

The Scrutinizer Report was received after conclusion of AGM on December 18, 2020. 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,

18/12/2020

(P V Sreekanth)
Managing Director