



May 31, 2024

BSE Limited
Listing Department
P. J. Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 532371

National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Symbol: TTML

Dear Sir/Madam,

Subject: Notice of the 29th Annual General Meeting (“AGM”) of the Company for FY 2023-2024 - Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI Listing Regulations, please find attached herewith the Notice and the Explanatory Statement of the 29th AGM of the Company scheduled to be held on Tuesday, June 25, 2024, at 1100 hours (IST) via Video Conference / Other Audio Visual Means. The said Notice forms part of the 29th Annual Report for FY 2023-2024 which is being sent only through electronic mode to those Members of the Company whose e-mail addresses are registered with the Company, Registrar & Share Transfer Agent of the Company or Depositories, in accordance with the circulars issued by Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/P/2023/167 dated October 7, 2023, issued by SEBI.

The 29th Annual Report of the Company along with the Notice of the 29th AGM and other Statutory Reports for the FY 2023-2024 is also available on the website of the Company at <https://www.tatatelebusiness.com/ttml-annualreport/>

This is for your information and records.

Thanking you,

Yours truly,
For Tata Teleservices (Maharashtra) Limited

Vrushali Dhamnaskar
Company Secretary

Encl.: As stated above.

TATA TELESERVICES (MAHARASHTRA) LIMITED

Registered Office : D-26, TTC Industrial Area, MIDC Sanpada, P.O. Turbhe, Navi Mumbai, Maharashtra, 400 703

Tel: 91 22 6661 5111 | Email : investor.relations@tatatel.co.in Website : www.tatatelebusiness.com

CIN: L64200MH1995PLC086354

Notice

Notice is hereby given that the Twenty Ninth (29th) Annual General Meeting of Tata Teleservices (Maharashtra) Limited (the "Company") will be held on **Tuesday, June 25, 2024, at 1100 hours (IST)** through Video Conferencing facility or Other Audio Visual Means to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Ankur Verma (DIN:07972892), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Kumar Ramanathan as an Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the 'Act') read with Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modifications or re-enactments thereof for the time being in force and Schedule IV to the Act and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), as amended from time to time, Kumar Ramanathan (DIN:06364297), a

Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company for a further term with effect from September 24, 2024 upto September 23, 2029."

4. Ratification of Cost Auditor's Remuneration

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 1,80,000/- (Rupees One Lakh Eighty Thousand Only), plus applicable taxes and actual out of pocket expenses not exceeding 5% of the remuneration incurred in connection with the audit, payable to M/s. Sanjay Gupta & Associates, having Firm Registration Number 000212, who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the financial year 2024-2025."

Registered Office:

D-26, TTC Industrial Area,
MIDC Sanpada, P. O. Turbhe,
Navi Mumbai - 400 703, Maharashtra.
CIN: L64200MH1995PLC086354
Website: www.tatatelebusiness.com
E-mail: investor.relations@tatatel.co.in
Telephone: 91 22 6661 5111

Date: May 30, 2024
Place: Navi Mumbai

By order of the Board
For Tata Teleservices (Maharashtra) Limited

Vrushali Dhamnaskar
Company Secretary
(ACS 28356)

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013, and the rules made thereunder on account of the threat posed by Covid-19"; General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023, in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")" (collectively referred to as "MCA Circulars") and SEBI vide its circular dated May 12, 2020 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic" and circular dated May 12, 2020; January 15, 2021; January 5, 2023 and October 7, 2023 ("SEBI Circulars"), permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue on or before September 30, 2024. Accordingly, in compliance with the provisions of the Companies Act, 2013 (the "Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circulars, the 29th AGM of the Company is scheduled to be held through VC/OAVM. The deemed venue for the 29th AGM will be the Registered Office of the Company.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND SEBI CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THIS AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Institutional Investors, who are Members of the Company, are encouraged to attend this AGM through VC/OAVM facility and vote through remote e-Voting facility. Institutional Investors and Corporate Members intending to appoint their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution to the Scrutiniser by e-mail at scrutinisers@mmjc.in with copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. As per the provisions of Clause 3.A.II of the General Circular No. 20/2020 dated May 5, 2020, the matter of Special Business as appearing under Item No. 3 and 4 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Items No. 3 & 4 of the Notice, are annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking re-appointment.
7. Members can join the AGM in the VC/OAVM mode upto 30 minutes before and 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. Members will be able to view the proceedings by logging into the National Securities Depository Limited's (NSDL) e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.
8. In accordance with the MCA Circulars and SEBI Circulars, the Notice of the AGM alongwith the Annual Report for the financial year 2023-2024 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. The Notice convening the AGM and the Annual Report for the financial year 2023-2024 is available on the Company's website at www.tatatelebusiness.com and may also be accessed on the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.
9. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred/transmitted and transposed only in dematerialised form. In view of this and to eliminate all risks associated with the physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting

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their holdings to dematerialised form by contacting their Depository Participants (DPs). Members can contact the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited (RTA) at csg-unit@linkintime.co.in for assistance in this regard.

10. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the RTA at csg-unit@linkintime.co.in, in case the shares are held in physical form, quoting their folio no.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to RTA at csg-unit@linkintime.co.in in case the shares are held in physical form, quoting their folio no.
12. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. issue of duplicate securities certificate; claim from an unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 for the above-mentioned requests and surrender their original securities certificate(s) for processing of service requests to the RTA. The RTA shall thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the DP for dematerialising the said securities. Form ISR-4 is available on the website of RTA. It may be noted that any service request can be processed only after the folio is KYC-Compliant.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of the AGM. Members seeking to inspect such documents can send an e-mail to investor.relations@tatatel.co.in.
15. Members seeking any information with regard to the financial statements or any other matter to be placed at the AGM or who wish to inspect the relevant documents referred to in this Notice, are requested to write to the Company on or before June 25, 2024 through e-mail on investor.relations@tatatel.co.in mentioning their DP ID and Client ID/Physical Folio Number. The same will be replied to by the Company suitably.
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company, or their DP as the case may be, of any change in address or demise of any Member in a timely manner. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
17. To support the 'Green Initiative', Members who have not yet registered their e-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA in case the shares are held by them in physical form.
18. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. The share certificate will be returned to such Members after making the requisite changes.



19. **Process for registering e-mail addresses to receive this Notice of AGM and Annual Report electronically and cast votes electronically:**

- (i) **Registration of e-mail addresses with RTA:** The Company has made special arrangements with RTA for registration of e-mail addresses of those Members (holding shares either in electronic or physical form) whose e-mail address are not registered in their account/folio and who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/DPs are required to provide the same to RTA. Process to be followed for registration of e-mail address is as follows:

- (a) Visit the link https://liiplweb.linkintime.co.in/EmailReg/Email_Register.html
- (b) Select the company name viz. **Tata Teleservices (Maharashtra) Limited**
- (c) Enter the DP ID & Client ID / Physical Folio Number, Name of the Member and PAN details. Members holding shares in physical form need to additionally enter one of the share certificate numbers.
- (d) Enter Mobile No. and e-mail ID and click on Continue button.
- (e) System will send OTP on Mobile and e-mail ID.
- (f) Upload:
 - Self-attested copy of PAN card &
 - Address proof viz Aadhar Card, passport or front and back side of share certificate in case of Physical folio.
- (g) Enter the OTP received on Mobile and e-mail Address.
- (h) The system will then confirm the e-mail address for receiving this AGM Notice.

After successful submission of the e-mail address, if done before June 14, 2024, NSDL will e-mail a copy of this AGM Notice and Annual Report for financial year 2023-2024 along with the e-Voting user ID and password. In case of any queries, Members may write to evoting@nsdl.co.in.

- (ii) **Registration of e-mail address permanently with the Company / DP:** Members are requested to register the same with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding by writing to them at csg-unit@linkintime.co.in. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.
- (iii) Alternatively, those Members who have not registered their e-mail addresses are required to send an e-mail request to evoting@nsdl.co.in along with the following documents for procuring user id and password and registration of e-mail IDs for e-Voting for the resolutions set out in this Notice:
- In case shares are held in **physical mode**, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card and self-attested scanned copy of Aadhar Card.
 - In case shares are held in **demat mode**, please provide DPID-Client ID (8 digit DPID + 8 digit Client ID or 16 digit beneficiary ID), Name, client master list or copy of Consolidated Account statement, self-attested scanned copy of PAN card and, self-attested scanned copy of Aadhar Card.
20. Pursuant to the provisions of Section 108 of the Act read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations and the MCA Circulars and SEBI Circulars, the Company is providing facility of remote e-Voting to the Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL as the authorised agency for facilitating voting through electronic means. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL.
21. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Tuesday, June 18, 2024, may cast their vote electronically. The remote e-Voting period commences on Saturday, June 22, 2024 (0900 hours IST) and ends on Monday, June 24, 2024 (1700 hours IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast vote again. Those Members, who will be attending the AGM through VC/OAVM and have not cast their vote through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., **Tuesday, June 18, 2024**.

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22. Members will be provided with the facility for voting through electronic voting system during the video conferencing proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already cast the vote through remote e-Voting.
23. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as e-Voting during the AGM. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date, i.e., **Tuesday, June 18, 2024**, may obtain the Login ID and password by sending a request at evoting@nsdl.co.in. However, if a Member is already registered with NSDL for remote e-Voting, then he/she can use his/her existing User ID and password for casting his/her vote. In case of individual shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, the steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system" may be followed.
24. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting, by use of remote e-Voting system for such Members who are present during the AGM through VC/OAVM but have not cast their votes by availing the remote e-Voting facility. The e-Voting module shall be disabled by NSDL for voting 15 minutes after the conclusion of the AGM.
25. The Board has appointed Omkar Dindorkar (Membership No. A43029/CP No. 24580) failing him, Saurabh Agarwal (Membership No. F9290/CP No. 20907) Partners, M/s. MMJB & Associates LLP, Practicing Company Secretaries as the Scrutiniser to scrutinise the e-Voting during the AGM and remote e-Voting process in a fair and transparent manner.
26. The Scrutiniser shall, immediately after the conclusion of e-Voting at the AGM, make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or any other Director authorised in this behalf, who shall countersign the same.
27. The results of voting along with the Scrutiniser's Report shall be placed on the Company's website www.tatatelebusiness.com and on the website of NSDL www.evoting.nsdl.com immediately on receipt of the Scrutiniser's Report. Simultaneously, the same will also be communicated to the BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed.
28. Instructions for attending the AGM through VC/OAVM and for remote e-Voting (before and during the AGM) are given below.

(A) INSTRUCTIONS FOR E-VOTING BEFORE/DURING THE AGM

➤ INSTRUCTIONS FOR REMOTE E-VOTING:

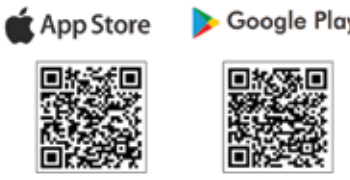
The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

Step 1: Log-in to NSDL e-Voting system

I. Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode.

In terms of SEBI circular dated December 9, 2020, on "e-Voting facility provided by Listed Companies", Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value Added Services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under “Shareholder/Member” section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="555 660 925 884" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on Login icon & New System Myeasi tab and then use your existing Myeasi username and password. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID or Forgot Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL are shown below:

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free number 1800 22 55 33</p>

Notice (Contd.)

II. Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile device.
2. Once the home page of e-Voting system is launched, click on the icon **"Login"** which is available under **"Shareholders"** section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-Services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-Services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below :
 - a. **For Members who hold shares in demat account with NSDL:** 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b. **For Members who hold shares in demat account with CDSL:** 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c. **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the Company (For example if folio number is 001*** and EVEN is 123456, then user ID is 123456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your e-mail ID is registered in your demat account or with the Company, your 'initial

password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail IDs are not registered (refer Note No. 19 of this Note).**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a. Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join AGM on NSDL e-Voting system

How to cast your vote electronically and join AGM on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select **"EVEN"** of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".



3. Now you are ready for e-Voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

(B) INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of the AGM provided by NSDL at <https://www.evoting.nsdl.com> following the steps mentioned above for access to NSDL e-Voting system. After successful login, you can see link of VC/OAVM placed under "Join General Meeting" menu against the Company name. You are requested to click on VC/OAVM link placed under "Join General Meeting" menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed.

Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in this Notice to avoid last minute rush.

2. The Members may join the AGM through Laptops, Smartphones, Tablets, and iPads for better experience. Further, Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge, or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Kumar Ramanathan (DIN:06364297) was appointed as an Independent Director of the Company for a period of 5 years with effect from September 24, 2019, upto September 23, 2024, at the Annual General Meeting ("AGM") of the Company held on September 16, 2020.

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, re-appointed Kumar Ramanathan as an Independent Director of the Company for a further period

experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

3. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail address, mentioning their name, DP ID and Client ID/Folio Number and mobile number, to the Company's e-mail address at investor.relations@tatatel.co.in before 1500 hours (IST) on Friday, June 21, 2024. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.
4. Members who would like to express their views or ask questions as a speaker at the AGM may pre-register themselves by sending a request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio Number, PAN, Mobile Number at investor.relations@tatatel.co.in between Monday, June 17, 2024 (0930 hours IST) to Thursday, June 20, 2024 (1700 hours IST). **Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM.** The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

General Guidelines for Members:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to at evoting@nsdl.co.in

of 5 years with effect from September 24, 2024, upto September 23, 2029, subject to the approval of the Members. The Company has received a notice pursuant to Section 160(1) of the Companies Act, 2013 (the "Act") proposing his candidature for the office of Director of the Company.

Kumar Ramanathan is proposed to be re-appointed as an Independent Director pursuant to the provisions of Section 149 of the Act and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). As per the said provisions, an Independent Director shall hold office for a term upto five consecutive years on the Board of a company and shall not be liable to retire by rotation, subject to attain the age of 75 years.

Notice (Contd.)

Kumar Ramanathan has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. Further, in the opinion of the Board, Kumar Ramanathan fulfils the conditions specified in the Act and the Rules made thereunder for appointment as an Independent Non-Executive Director and he is independent of the management. In compliance with the provisions of Sections 149, 150, 152 and 160 read with Schedule IV to the Act and Regulation 16(1)(b) of the Listing Regulations, the re-appointment of Kumar Ramanathan as a Non-Executive Director and an Independent Director is now being placed before the Members at this AGM for their approval. Kumar Ramanathan, being an Independent Director, shall not be liable to retire by rotation.

The terms and conditions of re-appointment of Independent Director shall be open for inspection by the Members at the Registered Office of the Company and copy of the same shall also be available at the Registered Office of the Company on all working days, during business hours upto the date of the AGM.

The brief profile of Kumar Ramanathan is given below:

Kumar Ramanathan brings in over 25+ years of marketing experience from the leadership roles he has played across various companies like Pepsi, Vodafone, and Positive Integers. Kumar Ramanathan is a Founder of Positive Integers Private Limited, a decision science company, and has been spearheading the company since its inception.

At present, Kumar Ramanathan is CEO of Positive Integers. Prior to this, he was holding the position of Director – Analytics and Commercial, Vodafone AMEAP region and Chief Marketing Officer, Vodafone India Limited. Prior to that, he was the Unit Manager, Pepsico India Holdings.

Kumar Ramanathan has a master's degree in commerce from the Delhi School of Economics and a management degree from IIM, Ahmedabad.

Kumar Ramanathan also serves on the Board of Varthana Finance Private Limited, Tata Communications Payment Solutions Limited, Positive Integers Private Limited, Tata Communications Transformation Services Limited, and Tata Teleservices Limited.

Kumar Ramanathan is also a Member of Audit Committee and Risk Management Committee of the Board.

Registered Office:

D-26, TTC Industrial Area,
MIDC Sanpada, P. O. Turbhe,
Navi Mumbai - 400 703, Maharashtra.
CIN: L64200MH1995PLC086354
Website: www.tatatelebusiness.com
E-mail: investor.relations@tatatel.co.in
Tel: 91 22 6661 5111

Date: May 30, 2024

Place: Navi Mumbai

The details including the qualification and the list of companies in which Kumar Ramanathan serves as Director and Member/ Chairman of various committees are stated in the annexure attached to the Notice.

Kumar Ramanathan is not related to any other Director of the Company.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives, except Kumar Ramanathan to the extent of his re-appointment, are in any way concerned or interested in passing of the resolution mentioned at Item No. 3 of the Notice.

Item No. 4

The Board of Directors at its meeting held on April 25, 2024, on the recommendation of the Audit Committee, has approved the appointment of M/s. Sanjay Gupta & Associates (Firm Registration Number 000212) as Cost Auditors for auditing the cost accounting records in respect of the services covered under the Companies (Audit and Auditors) Rules, 2014 of the Company for the financial year 2024-2025 at a remuneration of ₹ 1,80,000/- (Rupees One Lakh Eighty Thousand Only) plus applicable taxes and actual out of pocket expenses not exceeding 5% of the remuneration incurred in connection with the said audit.

Pursuant to the provisions of Section 148 of the Act read with Companies (Audit and Auditors) Rules, 2014, remuneration of Cost Auditor of the company is required to be ratified and approved by the Members of the company. Accordingly, the consent of the Members by way of an Ordinary Resolution is sought for the ratification of the remuneration payable to M/s. Sanjay Gupta & Associates, Cost Accountants.

M/s. Sanjay Gupta & Associates, Cost Accountants, have certified that they are eligible for appointment as Cost Auditors, are free from any disqualifications, are working independently and maintaining arm's length relationship with the Company.

The Board commends the Ordinary Resolution at Item No. 4 of the Notice for ratification and approval by the Members.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, in passing of the resolution mentioned at Item No. 4 of the Notice.

By order of the Board
For Tata Teleservices (Maharashtra) Limited

Vrushali Dhamnaskar
Company Secretary
(ACS 28356)

Details of the Director(s) as on date of this Notice seeking re-appointment at the Annual General Meeting

(Pursuant to Regulations 26 and 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 – Secretarial Standards on General Meetings)

Item No.	2	3
Name of the Director	Ankur Verma	Kumar Ramanathan
DIN	07972892	06364297
Designation	Non-Executive Non-Independent Director	Non-Executive Independent Director
Age	48	62
Qualifications	B.E. in Mechanical Engineering and PGDM from IIM, Kolkata	Master's degree in commerce from Delhi School of Economics and a Management Degree from IIM, Ahmedabad
Experience	Senior Vice President at Tata Sons Private Limited. Around 25 years of experience in Investment Banking, Capital Markets and Corporate Strategy. Previously, was Managing Director (Investment Banking Division) in Bank of America Merrill Lynch and prior to that he was in Infosys Technologies Limited - Corporate Planning Group.	MD and CEO Positive Integers – a Data Analytics Company founded in 2013. 30 years of experience in Consumer Product Companies and Telecom Industry. Held leadership positions in Operations/ Sales and Marketing and had long stints in Vodafone/ Hutch, Pepsico and Britannia.
Terms and conditions of re-appointment	<ul style="list-style-type: none"> - Director in Non-Executive Non-Independent capacity - Liable to retire by rotation 	<ul style="list-style-type: none"> - Director in Non-Executive Independent capacity - Not liable to retire by rotation. - Term of re-appointment - with effect from September 24, 2024, upto September 23, 2029 - Other terms and conditions - available on the Company's website at www.tatatelebusiness.com and open for inspection at the registered office of the Company on all working days, during business hours upto the date of the AGM
Remuneration sought to be paid	Please refer to the "Corporate Governance Report" which is a part of this Annual Report	
Remuneration last drawn	Please refer to the "Corporate Governance Report" which is a part of this Annual Report	
Date of first appointment on the Board	Appointed first time on September 29, 2018, as an Additional Non-Executive Director which was approved by the Members in the AGM held on September 20, 2019	Appointed on September 24, 2019, as an Additional Non-Executive Independent Director which was approved by the Members in the AGM held on September 16, 2020
Shareholding in the Company	Nil	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None	None
Number of meetings of the Board attended during financial year 2023-2024	Please refer to the "Corporate Governance Report" which is a part of this Annual Report	
Other Directorships (excluding Foreign Companies)	<ul style="list-style-type: none"> • Tata Teleservices Limited • Tata Elxsi Limited • Tata Communications Limited • Tata Capital Housing Finance Limited • Tata Autocomp Systems Limited • Tata Play Limited • Tata Unistore Limited • Infiniti Retail Limited • Campusconnect Technologies Private Limited • Tata 1MG Technologies Private Limited • Supermarket Grocery Supplies Private Limited • Real Stochastics Institute of Data Private Limited 	<ul style="list-style-type: none"> • Tata Teleservices Limited • Tata Communications Transformation Services Limited • Tata Communications Payment Solutions Limited • Positive Integers Private Limited • Varthana Finance Private Limited

Notice (Contd.)

Item No.	2	3
Name of the Director	Ankur Verma	Kumar Ramanathan
DIN	07972892	06364297
Memberships / Chairmanships of committees of other Companies	<p>Audit Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) Tata Elxsi Limited (Member) Tata AutoComp Systems Limited (Member) Tata Play Limited (Member) Tata Capital Housing Finance Limited (Member) Tata Communications Limited (Member) Supermarket Grocery Supplies Private Limited (Member) Tata 1MG Technologies Private Limited (Member) <p>Stakeholders' Relationship Committee</p> <ul style="list-style-type: none"> Tata Communications Limited (Member) <p>Nomination and Remuneration Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) Tata AutoComp Systems Limited (Member) <p>Internal Audit Committee</p> <ul style="list-style-type: none"> Tata Unistore Limited (Chairman) <p>Corporate Social Responsibility Committee</p> <ul style="list-style-type: none"> Tata Capital Housing Finance Limited (Member) <p>Risk Management Committee</p> <ul style="list-style-type: none"> Tata Play Limited (Chairman) <p>Risk Committee</p> <ul style="list-style-type: none"> Tata Capital Housing Finance Limited (Member) <p>Finance Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) <p>Share Warrant Debenture Allotment Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) <p>Lending Committee</p> <ul style="list-style-type: none"> Tata Capital Housing Finance Limited (Member) <p>ESOP Committee</p> <ul style="list-style-type: none"> Supermarket Grocery Supplies Private Limited (Member) <p>ESG Committee</p> <ul style="list-style-type: none"> Supermarket Grocery Supplies Private Limited (Member) <p>Empowered Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) <p>IPO Price Band Committee</p> <ul style="list-style-type: none"> Tata Play Limited (Member) <p>License Fee Litigation Committee</p> <ul style="list-style-type: none"> Tata Play Limited (Member) <p>IPO Committee</p> <ul style="list-style-type: none"> Tata Play Limited (Member) <p>Audit & Risk Management Committee</p> <ul style="list-style-type: none"> Infiniti Retail Limited (Member) 	<p>Audit Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) Tata Communications Transformation Services Limited (Member) Tata Communications Payment Solutions Limited (Member) Varthana Finance Private Limited (Member) <p>Nomination and Remuneration Committee</p> <ul style="list-style-type: none"> Tata Communications Transformation Services Limited (Member) Tata Communications Payment Solutions Limited (Member) <p>Risk Management Committee</p> <ul style="list-style-type: none"> Tata Teleservices Limited (Member) <p>IT Committee</p> <ul style="list-style-type: none"> Varthana Finance Private Limited (Chairman)
Listed entities from which the person has resigned in the past three years	None	None