



Ref: RailTel/Sectt/21/SE/S-16

Date: December 19, 2022

लिस्टिंग विभाग नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड 'एक्सचेंज प्लाजा', सी-1, ब्लॉक जी, बांद्रा - कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051 Listing Department, National Stock Exchange of India Limited 'Exchange Plaza', C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051	कॉर्पोरेट संबंध विभाग, बीएसई लिमिटेड, रोटुंडा बिल्डिंग, पी जे टावर्स, दलाल स्ट्रीट, किला, मुंबई - 400 001 Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001
Scrip Symbol- RAILTEL	Scrip Code- 543265

Sub: Submission of voting results of Postal Ballot along with report of the Scrutinizer.

Dear Sir/Madam,

In continuation of our letter of even no. dated 17/11/2022 regarding Notice of Postal Ballot, we are submitting herewith the following documents:-

- (a) Voting Results in format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure-I**).
- (b) Scrutinizer's Report on the Postal Ballot (**Annexure-II**).

2. The voting results and report of Scrutinizer are also available on the website of the company at www.railtelindia.com.

3. This is submitted for your information and record.

धन्यवाद,

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड के लिए

जे. एस. मारवाह
कंपनी सचिव एवं अनुपालन अधिकारी
सदस्यता संख्या – एफ सी एस 8075

संलग्न: ऊपरोक्त अनुसार

वितरण:- 1) सहायक कंपनी सचिव को फाइल में रखने हेतु।

2) सहायक महाप्रबंधक/पी.आर.ओ.को वेबसाइट पर अपलोड करने हेतु।

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड (भारत सरकार का उपक्रम)
RailTel Corporation of India Ltd. (A Government of India Undertaking)

CIN : L64202DL2000GOI107905

Registered & Corporate Office : Plate-A, 6th Floor, Office Block-2, East Kidwai Nagar, New Delhi-110023,

T : +91 11 22900615, F : +91 11 22900699

Website : www.railtelindia.com

RAILTEL CORPORATION OF INDIA LIMITED

Voting result for postal ballot of the Company Held from 18-11-2022 to 17-12-2022

Postal Ballot period	18-11-2022 to 17-12-2022
Total No. of shareholders as on Record Date (11/11/2022)	281950
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	NA
No of shareholders attended the meeting through Video Conferencing Promoters and Promoters Group Public	NA

Detail of the Agenda:

Item No. 1	Appointment of Shri Vikas Kumar Jain (DIN: 09611803), as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038						
	Poll							
	Postal Ballot (if Any)		233785038	100.00	233785038	0	100.0000	0.0000
	TOTAL		233785038	233785038	100.0000	233785038	0	100.0000
Public - Institutional holders	E-Voting	17902649						
	Poll							
	Postal Ballot (if Any)		16654041	93.0256	14616379	2037662	87.7648	12.2352
	TOTAL		17902649	16654041	93.0256	14616379	2037662	87.7648
Public - Non Institutional holders	E-Voting	69250720						
	Poll							
	Postal Ballot (if Any)		630577	0.9106	617366	13211	97.9049	2.0951
	TOTAL		69250720	630577	0.9106	617366	13211	97.9049
G-TOTAL		320938407	251069656	78.2299	249018783	2050873	99.1831	0.8169



Item No. 2	To accord approval to the appointment and cessation of Shri Rabindra Nath Mishra (DIN: 09050821), ED/F (C&PPP)/RB as Additional Director for the period 07/10/2022 to 26/10/2022							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038						
	Poll							
	Postal Ballot (if Any)		233785038	100.00	233785038	0	100.0000	0.0000
	TOTAL		233785038	233785038	100.0000	233785038	0	100.0000
Public - Institutional holders	E-Voting	17902649						
	Poll							
	Postal Ballot (if Any)		16654041	93.0256	16654041	0	100.0000	0.0000
	TOTAL		17902649	16654041	93.0256	16654041	0	100.0000
Public - Non Institutional holders	E-Voting	69250720						
	Poll							
	Postal Ballot (if Any)		630782	0.9109	615744	15038	97.6160	2.3840
	TOTAL		69250720	630782	0.9109	615744	15038	97.6160
G-TOTAL		320938407	251069861	78.2299	251054823	15038	99.9940	0.0060



Item No. 3	To accord approval to the change in designation of Shri Rakesh Ranjan (DIN: 09575567).							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038						
	Poll							
	Postal Ballot (if Any)		233785038	100.00	233785038	0	100.0000	0.0000
	TOTAL		233785038	233785038	100.0000	233785038	0	100.0000
Public - Institutional holders	E-Voting	17902649						
	Poll							
	Postal Ballot (if Any)		16654041	93.0256	16654041	0	100.0000	0.0000
	TOTAL		17902649	16654041	93.0256	16654041	0	100.0000
Public - Non Institutional holders	E-Voting	69250720						
	Poll							
	Postal Ballot (if Any)		629388	0.9089	615175	14213	97.7418	2.2582
	TOTAL		69250720	629388	0.9089	615175	14213	97.7418
G-TOTAL		320938407	251068467	78.2295	251054254	14213	99.9943	0.0057



Item No. 4	Appointment of Shri V. Rama Manohara Rao (DIN: 06689335), as Director/Finance of the Company, liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038						
	Poll							
	Postal Ballot (if Any)		233785038	100.00	233785038	0	100.0000	0.0000
	TOTAL		233785038	233785038	100.0000	233785038	0	100.0000
Public - Institutional holders	E-Voting	17902649						
	Poll							
	Postal Ballot (if Any)		16654041	93.0256	15716379	937662	94.3698	5.6302
	TOTAL		17902649	16654041	93.0256	15716379	937662	94.3698
Public - Non Institutional holders	E-Voting	69250720						
	Poll							
	Postal Ballot (if Any)		627986	0.9068	615728	12258	98.0480	1.9520
	TOTAL		69250720	627986	0.9068	615728	12258	98.0480
G-TOTAL		320938407	251067065	78.2290	250117145	949920	99.6216	0.3784



SCRUTINIZER'S REPORT

[Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman & Managing Director,
RailTel Corporation of India Limited (RAILTEL),
CIN: L64202DL2000GOI107905

Dear Sir,

Sub.: Scrutinizer's Report on Remote e-voting conducted through Postal ballot pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations").

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing regulations"), to scrutinize the remote electronic voting process of Postal ballot of RailTel Corporation of India Limited, held between **Friday 18th November, 2022 (11:00 Hours) to Saturday 17th December 2022 (17:00 Hours) IST.**

In compliance with Ministry of Corporate Affairs ("MCA") and SEBI Circular, the Notice of Postal ballot notice dated **16th November 2022** along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "**cut-off**" date i.e., **Friday 11th November 2022**, were entitled to vote on the resolution(s) as set out in the Notice of the Postal ballot.

The voting period for remote e-voting commenced on **Friday, 18th November 2022 (11:00 Hours) and ended on Saturday, 17th November 2022 (17:00 Hours) IST** and thereafter the



NSDL e-voting platform was blocked. Votes cast through remote e-voting were then unblocked in the presence of following two witnesses not being in the employment of the Company. The confirmation in writing is attached as 'Annexure-A'.

I have scrutinized and reviewed the remote e-voting based on the data downloaded from the NSDL e-voting system.

The results of Remote e-voting are as under:

Item No.	1
Subject Matter of Resolution	<p>Appointment of Shri Vikas Kumar Jain as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation.</p> <p>“RESOLVED THAT pursuant to the provisions of Section 152, 161(3) and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Regulation 17(1C) and other applicable provisions of SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri Vikas Kumar Jain, (DIN: 09611803), who has been appointed as Part-time Govt. Nominee Director on the Board of the Company by the Board of Directors with effect from 19/09/2022 in terms of Ministry of Railways Letter no. 2022/PL/57/10 dated 19/09/2022, be and is hereby approved as Part-time Govt. Nominee Director w.e.f. 19/09/2022, not liable to retire by rotation, till he holds the post of Executive Director/GS (Civil)-I, Railway Board or further orders, whichever is earlier and on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”</p>
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Percentage %
	Number of Voters	Number of Equity Shares	
Assent	1510	249018783	99.18
Dissent	102	2050873	0.82
Total	1612	251069656	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Postal ballot notice dated 16th November 2022, has been passed with requisite majority.

Item No.	2
Subject	To accord approval to the appointment & cessation of Shri Rabindra

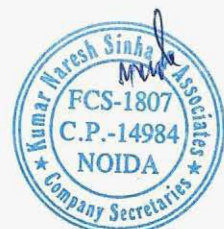


Matter of Resolution	Nath Mishra, ED/F (C&PPP)/RB as Additional Director for the period 07/10/2022 to 26/10/2022. “RESOLVED THAT pursuant to the provisions of Section 152, 161(1), 196 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri Rabindra Nath Mishra (DIN: 09050821), ED/F (C&PPP)/Railway Board, who was appointed as Additional Director by the Board to hold the post of Director/Finance (Addl. Charge) with effect from 07/10/2022 in terms of Ministry of Railways Letter no. 2015/E(O)II/40/27 dated 06/10/2022 and who subsequently, ceased to be the Director/Finance (Addl. Charge) w.e.f. 27/10/2022, be and is hereby approved as Additional Director in the capacity of Director/Finance (Addl. Charge) on the Board of the Company for the period 07/10/2022 to 26/10/2022.”
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Percentage %
	Number of Voters	Number of Equity Shares	
Assent	1509	251054823	99.99
Dissent	91	15038	0.01
Total	1600	251069861	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Postal ballot notice dated 16th November 2022, has been passed with requisite majority.

Item No.	3
Subject Matter of Resolution	To accord approval to the change in designation of Shri Rakesh Ranjan. “RESOLVED THAT pursuant to the provisions of Section 152, 161, 196 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the change in designation of Shri Rakesh Ranjan (DIN: 09575567), ED/TD/Railway Board, who was appointed as Part-



	time Govt. Nominee Director w.e.f. 18/04/2022 and subsequently, who has been entrusted with the addl. charge of the post of Director (Network Planning & Marketing) with effect from 06/10/2022 in terms of Ministry of Railways Letter no. 2017/E(O)II/40/28 dated 06/10/2022 and his change in designation was approved by the Board, be and is hereby approved on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”
Type of Resolution	Ordinary

Particulars	Remote e-Votes		Percentage %
	Number of Voters	Number of Equity Shares	
Assent	1507	251054254	99.99
Dissent	92	14213	0.01
Total	1599	251068467	100
Abstain	-	-	-

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Postal ballot notice dated 16th November 2022, has been passed with requisite majority.

Item No.	4
Subject Matter of Resolution	Appointment of Shri V. Rama Manohara Rao as Director/Finance of the Company, liable to retire by rotation. “RESOLVED THAT pursuant to the provisions of Section 152, 161(1), 196 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri V Rama Manohara Rao (DIN: 06689335), who has been appointed as Additional Director by the Board to hold the post of Director (Finance) with effect from 27/10/2022 in terms of Ministry of Railways Letter no. 2021/E(O)II/40/15 dated 20/10/2022, be and is hereby approved as Director (Finance) of the Company, liable to retire by rotation, on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”
Type of Resolution	Ordinary



Particulars	Remote e-Votes		Percentage %
	Number of Voters	Number of Equity Shares	
Assent	1509	250117145	99.62
Dissent	87	949920	0.38
Total	1596	251067065	100
Abstain	-	-	-

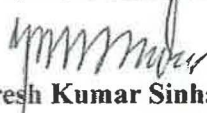
Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Postal ballot notice dated 16th November 2022, has been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Chairman & Managing Director/Company Secretary, for preserving safely after the Chairman & Managing Director considers, approves, and signs the minutes of the meeting.

The Company may accordingly declare the results of voting by Postal ballot, as required.

Place: Noida
Date: 19th December, 2022

For, Kumar Naresh Sinha & Associates
Company Secretaries


(CS Naresh Kumar Sinha)
Proprietor
PR: 610/2019
FCS: 1807
C P No.: 14984
FRN: S2015UP440500
UDIN: F001807D002749981



Countersigned by:




Shri Sanjai Kumar
Chairman & Managing Director
RailTel Corporation of India Limited




Annexure -A

1. The e-votes cast through Remote e-voting on the resolutions stated in the Postal ballot notice dated 16th November 2022 of RailTel Corporation of India Limited (RAILTEL) were unblocked in our presence on 17th December 2022 at 18:00 Hours.
2. We are not in the employment of the Company i.e., RailTel Corporation of India Limited.

Signature of the witnesses along with date:


19/12/2022

(Vibha Sinha)

121, Vinayak Apartment, C 58/19, Sector-62, Noida-201307, U.P


19/12/22

(Mukesh Mishra)

264/3 Chhalera, Sector-44, Noida – 201301, U.P

