

FONE4 COMMUNICATIONS(INDIA) LIMITED

Registered Office: Door No.34/664, Omar Square, Ground Floor, Toll Jn Edappally Kerala Ernakulam - 682024
CIN: U51506KL2014PLC036625 E Mail id: hamid@fone4.in

30th December, 2022.

To,
The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Symbol: Fone4
Scrip Code: 543521

Subject: Details regarding Voting Results of 08th Annual General Meeting of Fone4 Communications (India) Limited (Formerly Known as Fone4 Communications (India) Private Limited) under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that the Company has conducted **08th Annual General Meeting** (AGM) of Fone4 Communications (India) Limited (Formerly Known as Fone4 Communications (India) Private Limited) on Thursday, **29th December, 2022** at **03:00 P.M.** pursuant to Section 108, 109 and other applicable provisions of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for obtaining Shareholder's approval by way of resolution for the following resolution(s):

1. Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon;
2. Appointment of Ms. Roudha Zerlina (DIN: 05168024), who retires by rotation, and being eligible, offers herself for re-appointment.
3. Appointment of M/s Kapish Jain & Associates (Firm Registration No: 022743N) as Statutory Auditors of the Company;
4. Increasing the Borrowing limit of the Company upto INR 50 Crores.
5. Approved the making of investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013.

The above mentioned resolutions have been passed by the members through E-voting at the AGM On the basis of Scrutinizer's Report, the said resolutions have been passed by the requisite majority.

The meeting commenced at 03:00 P.M and concluded at 03:36 P.M.

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This is for your information and records.

**Thanking you,
Yours faithfully,**

**For and on behalf of
Fone4 Communications (India) Limited**

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HAMID SAYYED HAMID
Date: 2022.12.30
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**Sayyed Hamid
Managing Director
DIN: 05167876**

Encl: 1). Voting Result
2). Scrutinizer's Report.

General information about company	
Scrip code	543521
NSE Symbol	Not Listed
MSEI Symbol	Not Listed
ISIN	INE0L3H01014
Name of the company	Fone4 Communications (India) Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-12-2022
Start time of the meeting	3:00 PM
End time of the meeting	3:36 PM

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Scrutinizer Details	
Name of the Scrutinizer	Mr. Vivek Rawal
Firms Name	Vikas Verma & Associates
Qualification	CS
Membership Number	A43231
Date of Board Meeting in which appointed	08-12-2022
Date of Issuance of Report to the company	30-12-2022

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Voting results	
Record date	22-12-2022
Total number of shareholders on record date	400
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	1
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

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Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution				
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	10249999	10249999	100	10249999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10249999	10249999	100	10249999	0	100	0
Public-Institutions	E-Voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6790001	130000	1.9146	0	130000	0	100
	Poll		0	0	0	0	0	0

	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6790001	130000	1.9146	0	130000	0	100
Total		17050000	10379999	60.8798	10249999	130000	98.7476	1.2524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Roudha Zerlina (DIN: 05168024), who retires by rotation, and being eligible, offers herself for re-appointment and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution				
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	10249999	10249999	100	10249999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10249999	10249999	100	10249999	0	100
Public-Institutions	E-Voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10000	0	0	0	0	0
Public- Non Institutions	E-Voting	6790001	130000	1.9146	0	130000	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	6790001	130000	1.9146	0	130000	0	100
	Total	17050000	10379999	60.8798	10249999	130000	98.7476	1.2524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s Kapish Jain & Associates (Firm Registration No: 022743N) as Statutory Auditors of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution				
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	10249999	10249999	100	10249999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10249999	10249999	100	10249999	0	100	0
Public-Institutions	E-Voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6790001	130000	1.9146	0	130000	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	6790001	130000	1.9146	0	130000	0	100
	Total	17050000	10379999	60.8798	10249999	130000	98.7476	1.2524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the Borrowing limit of the Company upto INR 50 Crores and in this regard to consider and if thought fit, to pass, with or without modification(s), if any, the following resolution as Special Resolution				
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	10249999	10249999	100	10249999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10249999	10249999	100	10249999	0	100	0
Public-Institutions	E-Voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6790001	130000	1.9146	0	130000	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	6790001	130000	1.9146	0	130000	0	100
	Total	17050000	10379999	60.8798	10249999	130000	98.7476	1.2524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013 and in this regard to consider and, if thought fit, to pass, with or without modification(s), if any the following resolution as a Special Resolution				
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	10249999	10249999	100	10249999	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10249999	10249999	100	10249999	0	100	0
Public- Institutions	E-Voting	10000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	6790001	130000	1.9146	0	130000	0	100
	Poll		0	0	0	0	0	0

	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6790001	130000	1.9146	0	130000	0	100
Total		17050000	10379999	60.8798	10249999	130000	98.7476	1.2524
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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FORM NO. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Fone4 Communications (India) Limited
Door No.34/664, Omar Square, Ground Floor,
Toll Jn Edappally Kerala Ernakulam Kerala-682024

Subject: Scrutinizer's Report on Remote E-voting conducted for the 08th Annual General Meeting of Fone4 Communications (India) Limited held on 29th December, 2022 at 03.00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

Dear Sir,

I, Vivek Rawal, Partner of Vikas Verma & Associates, Company Secretaries in Practice having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001 were appointed as a Scrutinizer by the Board of Directors of **Fone4 Communications (India) Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 for the purpose of scrutinizing the remote e-voting, on the below mentioned resolutions contained in the Notice of **08th Annual General Meeting of Fone4 Communications (India) Limited** held on **Thursday, 29th December, 2022** at **03:00 P.M.** (IST) through Video Conferencing ("VC")/Other Audio- Visual means.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means and voting by poll by the Shareholders on the resolutions proposed in the **Notice of 08th Annual General Meeting** of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through electronic means are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system.



I, submit my report as under:

1. In terms of Section 108 and Section 110 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with Central Depository Services (India) Limited (“CDSL”) for providing facility of voting through electronic means (“Remote e-voting”) to its members.
2. As per Rule 22 (3) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on **8th December, 2022** about the dispatch of Notice in “Financial Express” (English) and “Metro Vartha” (Malayalam).
3. The voting period for remote e-voting commenced on **Monday, December 26, 2022 (9:00 A.M. IST)** and ended on **Wednesday, December 28, 2022 (5:00 P.M. IST)** and the CDSL e-voting platform was disabled thereafter.
4. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
5. The shareholders of the Company holding shares as on the “cut-off” date **Thursday, December 22, 2022** were entitled to vote on the resolutions as contained in the Notice of the AGM.
6. After the closure of voting at the AGM, the report on the voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
7. We, have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services India Limited (“CDSL”) e-voting system. After the time fixed for closing of the e-voting i.e., **5:00 P.M. on December 28, 2022**, and venue voting after AGM, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com/> of CDSL. Based on such reports generated by CDSL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
8. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **Thursday, December 22, 2022** and as per the Register of Members of the Company.
9. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.
10. The consolidated report as under on the results of the remote e-voting prior in respect of the said resolutions:



Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Item No. 1: To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon (As an Ordinary Resolution).	Remote E-voting	10379999	0	10379999	10249999	98.745	1,30,000	1.255
	Poll at the meeting	0	0	0	0	0	0	0
	Total	10379999	0	10379999	10249999	98.745	1,30,000	1.255
Item No. 2: Appoint a Director in place of Ms. Roudha Zerlina (DIN: 05168024), who retires by rotation, and being eligible (As an Ordinary Resolution)	Remote E-voting	10379999	0	10379999	10249999	98.745	1,30,000	1.255
	Poll at the meeting	0	0	0	0	0	0	0
	Total	10379999	0	10379999	10249999	98.745	1,30,000	1.255
Item No. 3: Appointment of M/s Kapish Jain & Associates (Firm Registration No: 022743N) as Statutory Auditors	Remote E-voting	10379999	0	10379999	10249999	98.745	1,30,000	1.255
	Poll at the meeting	0	0	0	0	0	0	0
	Total	10379999	0	10379999	10249999	98.745	1,30,000	1.255
Item No 4: Increased the Borrowing limit of the Company upto INR 50 Crores	Remote E-voting	10379999	0	10379999	10249999	98.745	1,30,000	1.255
	Poll at the meeting	0	0	0	0	0	0	0

**Vikas Verma & Associates,
Company Secretaries**



	Total	10379999	0	10379999	10249999	98.745	1,30,000	1.255
Item No 5: Making investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013	Remote E-voting	10379999	0	10379999	10249999	98.745	1,30,000	1.255
	Poll at the meeting	0	0	0	0	0	0	0
	Total	10379999		10379999	10249999	98.745	1,30,000	1.255

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of CDSL.

**For and on behalf of
Vikas Verma & Associates
(Company Secretaries)
FRN No: P2012DE081400**

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by Vivek Rawal
Date: 2022.12.30
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**Date: 30-12-2022
Place: New Delhi
UDIN: A043231D002835713**

**Vivek Rawal
(Partner)
M. No. A43231
Cop no: 22687**