


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

AGM/TTL/NSE/BSE/2022-23

Dt.28.09.2022

To The Manager, M/s.National Stock Exchange Of India Limited, "Exchange Plaza", Bandra Kurla Complex, Bandara (East), MUMBAI – 400 051 Scrip Code: TNTELE	To The Manager, Bombay Stock Exchange Limited, Floor No.25, PJ Towers, Dalal Street, MUMBAI – 400 001 Scrip Code: 523419
--	---

Dear Sir/Madam,

SUB: Disclosure of Submissions undertakings pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

With the reference to the captioned Subject, Please find the attached the following:

1. Voting results as required under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 where in all the resolutions proposed in the Notice of AGM were passed under E-Voting of the Annual General Meeting with the combined requisite Majority.
2. Report of the Scrutinizer dated 28.09.2022, pursuant to 108 of the Companies Act, 2013 and rule 20(4) (XIT) of the Companies (Management and Administration) Rules 20 14.

Kindly take above information on record.

Yours faithfully,
 For M/s. Tamilnadu Telecommunications Limited,



(Swapnil Gupta)
 Company Secretary and Compliance Officer
 Encl. as above


TAMILNADU TELECOMMUNICATIONS LIMITED

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

OPTICAL FIBRE CABLE DIVISION



Wo.ks : E188-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

**Summary of Proceedings of the 34th Annual General Meeting ('AGM') of
TAMIL NADU TELECOMMUNICATION LIMITED**

Dear Sir/ Madam,

The 34th Annual General Meeting (AGM) of the Members of TAMILNADU TELECOMMUNICATION LIMITED ('Company') was held on Wednesday, 28th September, 2022 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 second 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'), Shri D. Porpathasekaran chaired the meeting. J Ramesh Kannan, Managing Director and Chief financial officer (CFO), & Ms.Swapnil Gupta, Company Secretary welcomed the members to the 34th Annual General Meeting (AGM) and briefed them on certain points relating to their participation at the Meeting through audio visual means.

Anthem 'Tamil Thaa Vazthu' was played as mark of respect. After the anthem, Mr. J. Ramesh Kannan, Managing Director and Chief financial officer (CFO), formally welcomed Chairman, Board of Directors, Representative of TIDCO and TCIL, members from M/s Fujikura, statutory auditors and secretarial auditors Cum Scrutinizer. Except Mr. B. Elangovan and Mrs. R. Lilly, 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 Annual General Meeting (AGM) through VC. Managing Director delivered the welcome speech and requested Shri D. Porpathasekaran, Chairman to conduct the proceedings of the 34th Annual General Meeting of M/s. Tamilnadu Telecommunications Limited.

Shri D. Porpathasekaran, 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.

The Chairman informed the Members that Company had tie up with Central Depository Services (India) Limited (CDSL) to provide facility for voting through for the e-voting facility.

The Chairman then addressed the members and delivered speech on the overview of the impact on Business & Financial performance of the Company for the FY 2021-22, Business Highlights, Industry Outlook, revival and future prospectus of Company.




TAMILNADU TELECOMMUNICATIONS LIMITED

(A Joint venture of TCIL, a Govt. of India Enterprise &
TIDCO, a Govt. of Tamilnadu Enterprises)

OPTICAL FIBRE CABLE DIVISION


Works : E185-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

The chairman stated that the Statutory Auditors Report on Financial Statement for the year ended March 31, 2022 along with other reports has been included in the Annual Report and with the permission of the members, considered as read and approved.

The Chairman informed the Members that the facility of e-voting for exercising voting right through e-voting platform provided by CDSL was made available to members from 25th September 2022 at 9.00 a.m and ends on 27th September 2022 at 5.00 p.m.

In terms of the Notice dated September 05, 2022 convening the 34th Annual General Meeting (AGM) of the Company, the following business were transacted at the Meeting through remote e-voting at the AGM.

Ordinary Business

01. To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2022 including the Audited Balance Sheet as at 31st March 2022, 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 and in this regard, pass the following resolution as Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company for the year ended March 31, 2022, which comprise the Audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including the statement of other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies and other explanatory information for the year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered, approved and adopted”.

02. To appoint a Director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment and pass the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

03. To appoint a Director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment and pass the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”




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

04. To fix the remuneration of the Statutory Auditors for the financial year 2022-23. To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“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 2022-23 to the Statutory Auditors of the Company as appointed by CAG.”

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.”

Special Business

05. To consider and approve the regularization of the appointment of Shri D. Porpathasekaran as Director and Chairman of the Company.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as an Ordinary Resolution:

“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 D. Porpathasekaran, (DIN 09612667) who was appointed as an Additional Director w.e.f. 20.05.2022 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director and Chairman of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be & is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

06. Approval for Grant of Lease of the manufacturing facilities and premises of TTL Factory through tender and advertisement on lease cum revenue sharing model.

To consider and, if thought fit, to pass with or without modification(s) if any, the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of section 180 of the Companies Act, 2013 read with relevant rules made thereunder, and any other applicable provisions, including any modifications) thereto or re-enactment(s) thereof for the time being in force, subject to the provisions of the Memorandum and Articles of Association of the company and subject to the consent of the members by way of special resolution and subject to such other approvals, sanctions, consents and permissions as may be necessary to be obtained, the consent of the Board be and is hereby accorded to lease the manufacturing facilities and entire factory premises of 9.78 acres (factory area and vacant land) to M/s Shri Harikrishna Industries, Chennai on including contracts, licenses, permits, rights, obligations, consents and approvals




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

relating to the said factory premises on revenue sharing model plus fixed monthly lease rent, as per agreed payment terms, with effect from agreement date, in such manner and on such terms and conditions as may be prescribed in the agreement within the power to the Board to finalize and execute all the required documents/agreement, memoranda, and any other incidental documents with such modifications as may be required from time to time subject to approval of shareholders."

"RESOLVED THAT Shri J Ramesh Kannan, Managing Director (DIN 09292181) on behalf of the board be and is hereby authorized to execute all documents, deeds or writings as may be necessary in relation to the above leasing and revenue sharing business model and to make applications to the regulatory and governmental authorities for the purpose of obtaining all approvals and sanctions if required to be obtained by the company in this regard."

"RESOLVED FURTHER THAT Shri J Ramesh Kannan, Managing Director (DIN 09292181) on behalf of the board be and is hereby authorized to do all acts and deeds as may be necessary, proper, desirable and/or expedient to give effect to this resolution, to settle any questions, difficulties or doubts that may arise in regard to such leasing of the factory premises as they may in their absolute discretion deem fit and as may be necessary for the completion of the transaction as aforesaid in the best interest of the company."


"RESOLVED FURTHER THAT Managing Director or any director be and are hereby authorized to file all relevant and necessary returns /forms under the Companies Act 2013 and SEBI LODR Regulations, 2015."

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 was ready to respond to all the queries raised by the speaker shareholders.

The Chairman thanked the Members for attending and participating in the AGM through VC/OAVM. The meeting concluded with National Anthem.

The Scrutinizer Report was received after conclusion of Annual General Meeting (AGM) on September 28, 2022. 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,


(J Ramesh Kannan)
Managing Director
DIN 09292181






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

ANNEXURE B
34th Annual General Meeting Voting Results

Date of the Annual General Meeting	September 28, 2022
Total number of Shareholders on record date (45681000)	
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	3
Public	55

For M/s. Tamilnadu Telecommunications Limited,

(J Ramesh Kannan)
Managing Director
DIN 09292181




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

Regulation 44 of SEBI (LODR) regulation 2015 – Declaration of resulting of e-voting at 34th Annual General Meeting (AGM) of M/s Tamil Nadu Telecommunication Limited held on 28/09/2022 at 11.30 A.M. through video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) at TCIL Bhawan, Greater Kailash, New Delhi – 110048

Company has carried out electronic voting (e-voting) during the Annual General Meeting (AGM) as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No.02/2022 dated May 05, 2022 read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and MCA general circular No. 02/2021 F.No.2/6/2020-CL-V Dt.13.01.2021, in respect of resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of TAMILNADU TELECOMMUNICATION LIMITED held on Wednesday, 28th September, 2022 at 11.30 A.M. through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”)

The Board of Director has appointed Mr. Himanshu Sharma, Prof. of Himanshu Sharma and associate, Practicing Company Secretary (PCS) to make a consolidated scrutinizer’s report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (“CDSL”)

Pursuant to Section 91 of the Companies Act, 2013 and Rule 10 of the Companies (Management and Administration) Rules, 2014, notice is also given that the Register of Members and Share Transfer Books will remain closed from 22nd September 2022 to 28th September 2022 (both days inclusive) for the purpose of the Annual General Meeting.

Accordingly, we are submitting the Consolidated Scrutinizer's Report on the results e-voting as unblocked on CDSL:-

EVSN	220905042 for TAMILNADU TELECOMMUNICATIONS LIMITED
ISIN	INE141D01018: TAMILNADU TELECOMMUNICATIONS LIMITED EQUITY SHARES
Nominal Value	10
Voting Rights	1
Total Folio Vote	29
No of Votes	16919532




TAMILNADU TELECOMMUNICATIONS LIMITED

 (A Joint venture of TCIL, a Govt. of India Enterprise &
TIDCO, a Govt. of Tamilnadu Enterprises)

OPTICAL FIBRE CABLE DIVISION


Works: F18B-24, CMDA Industrial Complex, Meenakshi Nagar, 102 208, Chennai - 600 006. Phone: (044) 28292653

Voting Results Resolution Wise:
Resolution No.1: Ordinary Resolution

To approve the Financial Statements of the Company for the financial year ended 31st March 2022 including the Audited Balance Sheet as at 31st March 2022, 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:-

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
29	16919532	(100%)

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment:-

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
29	16919532	(100%)




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

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0

Resolution No.3: Ordinary Resolution

03. To appoint a Director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment:-

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
29	16919532	(100%)

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0




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

Resolution No.4: Ordinary Business

To fix the remuneration of the Statutory Auditors for the financial year 2022-23.

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"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 2022-23 to the Statutory Auditors of the Company as appointed by CAG."

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."

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
29	16919532	(100%)

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0



2



TAMILNADU TELECOMMUNICATIONS LIMITED

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprises)

OPTICAL FIBRE CABLE DIVISION

CIN NO: L32201TN1988PLC015705



Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27453881, 27452406, 27451095, Telefax : +91-44-27454768

Special Business

Resolution No.5: Ordinary Resolution

To consider and approve the regularization of the appointment of Shri D. Porpathasekaran as Director and Chairman of the Company.

“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 D. Porpathasekaran, (DIN 09612667) who was appointed as an Additional Director w.e.f. 20.05.2022 and who holds office up to the date of this Annual General Meeting of the Company, be and is hereby appointed as Director and Chairman of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be & is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

(i) Voted ‘FOR ‘ the resolution :

Yes Count	Number of Votes cast in ‘Favour’ of resolution	% of total number of valid votes cast
29	16919532	(100%)

(ii) Voted ‘AGAINST ‘ the resolution :

Yes Count	Number of Votes cast in ‘Against ‘ of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes ‘INVALID’:

Yes Count	Total number of members whose votes were declared ‘Invalid’	Total number of votes cast by them declared ‘Invalid’
0	0	0

Registered Office : No.16, 1st Floor, Aziz Mulk 3rd Street, Thousand Lights, Chennai - 600 006.
Phone : (044) 28292653



[Handwritten Signature]


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

Resolution No.6: Special Resolution

Approval for Grant of Lease of the manufacturing facilities and premises of TTL Factory through tender and advertisement on lease cum revenue sharing model.

"RESOLVED THAT pursuant to the provisions of section 180 of the Companies Act, 2013 read with relevant rules made thereunder, and any other applicable provisions, including any modifications) thereto or re-enactment(s) thereof for the time being in force, subject to the provisions of the Memorandum and Articles of Association of the company and subject to the consent of the members by way of special resolution and subject to such other approvals, sanctions, consents and permissions as may be necessary to be obtained, the consent of the Board be and is hereby accorded to lease the manufacturing facilities and entire factory premises of 9.78 acres (factory area and vacant land) to M/s Shri Harikrishna Industries, Chennai on including contracts, licenses, permits, rights, obligations, consents and approvals relating to the said factory premises on revenue sharing model plus fixed monthly lease rent, as per agreed payment terms, with effect from agreement date, in such manner and on such terms and conditions as may be prescribed in the agreement within the power to the Board to finalize and execute all the required documents/agreement, memoranda, and any other incidental documents with such modifications as may be required from time to time subject to approval of shareholders."

"RESOLVED THAT Shri J Ramesh Kannan, Managing Director (DIN 09292181) on behalf of the board be and is hereby authorized to execute all documents, deeds or writings as may be necessary in relation to the above leasing and revenue sharing business model and to make applications to the regulatory and governmental authorities for the purpose of obtaining all approvals and sanctions if required to be obtained by the company in this regard."

"RESOLVED FURTHER THAT Shri J Ramesh Kannan, Managing Director (DIN 09292181) on behalf of the board be and is hereby authorized to do all acts and deeds as may be necessary, proper, desirable and/or expedient to give effect to this resolution, to settle any questions, difficulties or doubts that may arise in regard to such leasing of the factory premises as they may in their absolute discretion deem fit and as may be necessary for the completion of the transaction as aforesaid in the best interest of the company."

"RESOLVED FURTHER THAT Managing Director or any director be and are hereby authorized to file all relevant and necessary returns /forms under the Companies Act 2013 and SEBI LODR Regulations, 2015."



7


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

(i) Voted 'FOR' the resolution :

Yes Count	Number of Votes cast in 'Favour' of resolution	% of total number of valid votes cast
29	16919532	(100%)

(ii) Voted 'AGAINST' the resolution :

Yes Count	Number of Votes cast in 'Against' of resolution	% of total number of valid votes cast
0	0	0%

(iii) Votes 'INVALID':

Yes Count	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
0	0	0

Yours faithfully,
For M/s. Tamilnadu Telecommunications Limited,

(J Ramesh Kannan)
Managing Director
DIN 09292181



HIMANSHU SHARMA & ASSOCIATES

Company Secretaries

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

**To,
The Chairman
(34th Annual General Meeting)
TAMIL NADU TELECOMMUNICATION LIMITED
No.16, First Floor, Aziz Mulk 3rd street,
Thousand Lights, CHENNAI TN 600006 IN**

Sub: Annual General Meeting of the Equity Shareholders of, TAMIL NADU TELECOMMUNICATION LIMITED held on Wednesday 28th September 2022 At 11:30 AM through Video Conferencing ("VC")

Dear Sir,

We, Himanshu Sharma & Associates (Company Secretaries, Delhi), appointed by the Board of Directors of TAMIL NADU TELECOMMUNICATION LIMITED ("the Company"), as Scrutinizer for the purpose of scrutinizing the electronic voting (e-voting) during the AGM carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/ 2020 dated April 13, 2020 and MCA General Circular No. 20/2020 dated May 05, 2020 read with SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020, in respect of resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of TAMIL NADU TELECOMMUNICATION LIMITED held on Wednesday 28th September 2022 at 11.30 A.M. through Video Conferencing ("VC").

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules).

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made there under; (ii) the MCA Circulars; and (iii) the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Add: 1531, Wazir Nagar, Kotla Mubarakpur, New Delhi-110003
Ph. No: +91- 9650115121, Phone No: 011-41008581**

HIMANSHU SHARMA & ASSOCIATES

Company Secretaries

Our responsibility as a scrutinizer for e-voting process is restricted to making a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e- voting facilities, engaged by the Company.

The shareholders holding shares as on the "cut off" date i.e. 21st September, 2022, were entitled to vote on the proposed resolutions for Item Nos. 1 to 6 as set out in the Notice of the 34th AGM of TAMIL NADU TELECOMMUNICATION LIMITED.

In this regard, we hereby submit our report as under:-

1. The Company has availed the voting services from Central Depository Services (India) Limited ("CDSL") for providing the Members with the facility to cast their vote electronically/Physically.
2. The remote e-Voting period remained open from 25th September 2022 at 09:00 Hrs. (09:00 AM) and ends on 27th September 2022 at 17:00 Hrs. (05:00 PM)
3. After the closure of e-voting during the AGM, we have unblocked the electronic votes for both e-voting processes in the presence of two witnesses who are not in the employment of the Company whose detail is as follow.
 - 1 Tarun Saini S/o Puran Mal Saini Resident of RZF 9/9A Gali NO. 21 E, Sadh Nagar Palam Occupation Company Secretary
 - 2 Pradeep Kumar (Company Secretary) S/o Sh. Sant Ram resident of Q-7, Hauz Khas Enclave, New Delhi-110016
4. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions that was put to vote, were generated from the e-voting portal of CSDL and based on such reports generated, data regarding the e-voting was scrutinized.

Accordingly, we are submitting the Consolidated Scrutinizer's Report on the results e-voting as unblocked on CDSL.

Add: 1531, Wazir Nagar, Kotla Mubarakpur, New Delhi-110003

Ph. No: +91- 9650115121, Phone No: 011-41008581

HIMANSHU SHARMA & ASSOCIATES

Company Secretaries

EVSN	220905042 for TAMIL NADU TELECOMMUNICATIONS LIMITED
ISIN	INE141D01018: TAMIL NADU TELECOMMUNICATIONS LIMITED EQTY SHARES

Voting result Resolution Wise:

Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2022 including the Audited Balance Sheet as at 31st March 2022, 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.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Resolution No.2: Ordinary Resolution

To appoint a Director in place of Shri J Ramesh Kannan (DIN 09292181), who retires by rotation and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Resolution No.3: Ordinary Resolution

To appoint a Director in place of Shri. R. Karthikeyan, (DIN 00824621), who retires by rotation and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Add: 1531, Wazir Nagar, Kotla Mubarakpur, New Delhi-110003

Ph. No: +91- 9650115121, Phone No: 011-41008581

HIMANSHU SHARMA & ASSOCIATES

Company Secretaries

Resolution No.4: Ordinary Resolution

To fix the remuneration of the Statutory Auditors for the financial year 2022-23.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Special Business

Resolution No.5: Ordinary Resolution

To consider and approve the regularization of the appointment of Shri D. Porpathasekaran as Director and Chairman of the Company.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Resolution No.6: Special Resolution

Approval for Grant of Lease of the manufacturing facilities and premises of TTL Factory through tender and advertisement on lease cum revenue sharing model.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	16919532	29	16919532	29	100	0	0	0

Based on the above results, I confirm that all the resolutions have been carried out with requisite majority.

Summary of the said report is annexed as Annexure 1 and read as part and parcel of the said report

Add: 1531, Wazir Nagar, Kotla Mubarakpur, New Delhi-110003

Ph. No: +91- 9650115121, Phone No: 011-41008581

HIMANSHU SHARMA & ASSOCIATES

Company Secretaries

All electronic data are available online at CDSL portal at Scrutinizer Login.

**For Himanshu Sharma & Associates
Company Secretaries**

HIMANSHU SHARMA Digitally signed by
HIMANSHU SHARMA
U SHARMA Date: 2022.09.29
16:56:08 +05'30'

**Himanshu Sharma
Company Secretary in practice
Membership No.- F9529
COP: 11553
UDIN: F009529D001081347
Date: 29-09-2022
Place: New Delhi**

**Add: 1531, Wazir Nagar, Kotla Mubarakpur, New Delhi-110003
Ph. No: +91- 9650115121, Phone No: 011-41008581**