



June 1, 2023

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 28<sup>th</sup> Annual General Meeting (“AGM”) of the Company for FY 2022-2023 - Regulation 30 of the SEBI LODR**

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Notice and the Explanatory Statement of the 28<sup>th</sup> AGM of the Company scheduled to be held on Tuesday, June 27, 2023, at 1630 hours (IST) via Video Conference / Other Audio-Visual Means. The said Notice forms part of the 28<sup>th</sup> Annual Report for FY 2022-2023 which has been sent through electronic mode to those Members of the Company whose e-mail addresses are registered with the Company, Registrar & Share Transfer Agent or Depositories, in accordance with the MCA Circulars and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, issued by SEBI.

The Notice and the Explanatory Statement of the 28<sup>th</sup> AGM of the Company forming part of 28<sup>th</sup> Annual Report for FY 2022-2023 is also uploaded and is available on the website of the Company at <https://services.tatatelebusiness.com/files/corporate/Investor/ttml/28th%20Annual%20Report%20for%20FY%202022-2023.pdf>

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](mailto:investor.relations@tatatel.co.in) Website : [www.tatatelebusiness.com](http://www.tatatelebusiness.com)

CIN: L64200MH1995PLC086354

## Notice

Notice is hereby given that the Twenty Eighth (28<sup>th</sup>) Annual General Meeting of Tata Teleservices (Maharashtra) Limited (the "Company") will be held on **Tuesday, June 27, 2023, at 1630 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, 2023, 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 Dr. Narendra Damodar Jadhav 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, Dr. Narendra Damodar Jadhav (DIN:02435444), 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 April 1, 2024 upto May 27, 2028."

#### 4. Appointment of Amur Swaminathan Lakshminarayanan as Non-Executive Director

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

**"RESOLVED THAT** Amur Swaminathan Lakshminarayanan (DIN:08616830), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company effective April 24, 2023, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 and any other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any

statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company 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 of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things and to take all the steps as may be necessary, proper and expedient to give effect to this Resolution."

#### 5. Appointment of Harjit Singh as Non-Executive Director

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

**"RESOLVED THAT** Harjit Singh (DIN:09416905), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company effective April 24, 2023 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 and any other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company 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 of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things and to take all the steps as may be necessary, proper and expedient to give effect to this Resolution."

#### 6. Appointment of Harjit Singh as Managing Director

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, Articles of Association of the Company and any other applicable provisions, the consent of the Company be and is hereby accorded for the appointment of Harjit Singh (DIN:09416905) (who is also the Managing Director of Tata Teleservices Limited for a period of three years with effect from April 25, 2023), as the Managing Director of the Company for a period of three (3) years commencing from April 24, 2023, to April 23, 2026, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Harjit Singh;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to hereinafter include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorized to do all such acts, deeds and things and to take all the steps as may be necessary, proper and expedient to give effect to this Resolution."

#### 7. 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, Cost Accountants, 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 2023-2024."

#### 8. Material Related Party Transactions with Tata Teleservices Limited

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

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members of the Company be and are hereby accorded to the material related party transactions/proposed transactions to be entered into between the Company and Tata Teleservices Limited, a related party, relating to rendering or availing of services, sharing of infrastructure, purchase/sale of Assets and Inventory and sharing of costs for an aggregate value up to ₹ 200 Crores (Rupees Two Hundred Crores Only) per annum for the financial year 2024-2025, financial year 2025-2026 and financial year 2026-2027."

#### 9. Material Related Party Transactions with Tata Communications Limited

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

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members of the Company be and are hereby accorded to the material related party transactions/proposed transactions to be entered into between the Company and Tata Communications Limited, a related party, relating to rendering or availing of services, sharing of infrastructure, and sharing of costs for an aggregate value upto ₹ 235 Crores (Rupees Two Hundred and Thirty-Five Crores Only) per annum for the financial year 2024-2025, financial year 2025-2026 and financial year 2026-2027."

Registered Office:  
D-26, TTC Industrial Area,  
MIDC Sanpada, P.O. Turbhe,  
Navi Mumbai – 400 703, Maharashtra.  
CIN: L64200MH1995PLC086354  
Website: [www.tatatelebusiness.com](http://www.tatatelebusiness.com)  
E-mail: [investor.relations@tatatel.co.in](mailto:investor.relations@tatatel.co.in)  
Tel.: 91 22 6661 5111

Date: June 1, 2023  
Place: Navi Mumbai

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

**Vrushali Dhamnaskar**  
Company Secretary  
(ACS 28356)

## Notice (Contd.)

### Notes:

1. In continuation of Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, 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 No. 20/2020, dated May 5, 2020, the MCA has vide General Circular No. 10/2022 dated December 28, 2022 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 January 15, 2021, and January 5, 2023 ("SEBI Circulars"), permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. 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 28<sup>th</sup> AGM of the Company is scheduled to be held through VC/OAVM on **Tuesday, June 27, 2023, at 1630 hours (IST). The deemed venue for the 28<sup>th</sup> 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 authorized representatives pursuant to Sections 112 and 113 of the Act, as the case maybe, 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 Scrutinizer by E-mail at [evoting@mehta-mehta.com](mailto:evoting@mehta-mehta.com) with copy marked to [evoting@nsdl.co.in](mailto: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 to 9 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 Item No. 3 to 9 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 Director seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from the Directors seeking appointment/re-appointment.
7. Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting 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](http://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 along with the Annual Report for financial year 2022-2023 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 financial year 2022-2023 has been uploaded on the website of the Company i.e., [www.tatatelebusiness.com](http://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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL i.e., [www.evoting.nsdl.com](http://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 dematerialized 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 their holdings to dematerialized form by contacting their Depository Participants ("DPs"). Members can contact the Company's Registrar and Share Transfer Agent, TSR Consultants Private Limited ("RTA") at [csg-unit@tcplindia.co.in](mailto:csg-unit@tcplindia.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@tcplindia.co.in](mailto:csg-unit@tcplindia.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@tcplindia.co.in](mailto:csg-unit@tcplindia.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 dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from 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 up to the date of AGM. Members seeking to inspect such documents can send an email to [investors.relations@tatatel.co.in](mailto:investors.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 27, 2023 through email on [investor.relations@tatatel.co.in](mailto: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 email 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 requisite changes.
  19. **Process for registering email addresses to receive this Notice of AGM and Annual Report electronically and cast votes electronically:**

## Notice (Contd.)

- (i) **Registration of email 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 email 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 <a href="https://tcpl.linkintime.co.in/EmailReg/Email_Register.html">https://tcpl.linkintime.co.in/EmailReg/Email_Register.html</a>   |
| (b) | Select the company name viz. <b>Tata Teleservices (Maharashtra) Limited</b>  |
| (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: <ul style="list-style-type: none"> <li>- Self-attested copy of PAN card &amp;</li> <li>- Address proof viz Aadhar Card, passport or front and back side of share certificate in case of Physical folio.</li> </ul> |
| (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 20, 2023, NSDL will e-mail a copy of this AGM Notice and Annual Report for financial year 2022-2023 along with the e-Voting user ID and password. In case of any queries, Members may write to [evoting@nsdl.co.in](mailto: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@tcplindia.co.in](mailto:csg-unit@tcplindia.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 email addresses are required to send an email request to [evoting@nsdl.co.in](mailto: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, 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 20, 2023**, may cast their vote electronically. **The remote e-voting period commences on Saturday, June 24, 2023 (0900 hours IST) and ends on Monday, June 26, 2023 (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 20, 2023**.
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 20, 2023**, may obtain the Login ID and password by sending a request at [evoting@nsdl.co.in](mailto: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 all those 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 Ashwini Mohit Inamdar (Membership No. FCS 9409/CP No. 11226) failing her, Atul Mehta (Membership No. FCS 5782/CP No. 2486) failing him, Aditi Patnaik (Membership No. ACS 45308/CP No. 18186) Partners, M/s Mehta & Mehta, Practicing Company Secretaries as the Scrutinizer to scrutinize the e-Voting during the AGM and remote e-Voting process in a fair and transparent manner.
26. The Scrutinizer 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 Scrutinizer'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 Scrutinizer's Report shall be placed on the Company's website [www.tatatelebusiness.com](http://www.tatatelebusiness.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately on receipt of the Scrutinizer'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 email 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"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a personal computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' 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 "<b>Access to e-Voting</b>" 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 <b>e-Voting website of NSDL</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> </ol>

## Notice (Contd.)

Type of shareholders	Login Method
	4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

### NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon &amp; New System Myeasi tab and then use your existing Myeasi username and password.</li> <li>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 &amp; 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.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email 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.</li> </ol>
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Individual Shareholders (holding securities in demat mode) login through their depository participants	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 login through their 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.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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



## 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 123976 then user ID is 123976001\*\*\*).

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 email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .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](http://www.evoting.nsdl.com).

b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

## Notice (Contd.)

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 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 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 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 28<sup>th</sup> AGM, from their registered email 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](mailto:investor.relations@tatatel.co.in) before 1500 hours (IST) on Friday, June 23, 2023. 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 Meeting may pre-register themselves by sending a request from their registered email address mentioning their name, DP ID and Client ID/ Folio Number, PAN, Mobile Number at [investor.relations@tatatel.co.in](mailto:investor.relations@tatatel.co.in) between Monday, June 19, 2023 (0930 hours IST) to Thursday, June 22, 2023 (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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

### Item No. 3

Dr. Narendra Damodar Jadhav (DIN:02435444) (hereinafter referred to as "Dr. Jadhav") was appointed as an Independent Director of the Company for a period of 5 years with effect from April 1, 2019, up to March 31, 2024, at the Annual General meeting of the Company held on September 20, 2019.

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, re-appointed Dr. Jadhav as Independent Director of the Company for a further period starting from April 1, 2024, up to May 27, 2028, subject to the approval of the Members. The Company has received a notice pursuant to Section 160(1) of the Companies Act (the "Act") proposing his candidature for the office of Director of the Company.

Dr. Jadhav 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 up to 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.

Dr. Jadhav 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 Listing Regulations. Further, in the opinion of the Board, Dr. Jadhav 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 appointment of Dr. Jadhav as a Non-Executive Director and Independent Director is now being placed before the Members at this Annual General Meeting ("AGM") for their approval.

Dr. Jadhav, 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 Meeting.

The brief profile of Dr. Jadhav is given below:

Dr. Jadhav is a renowned author, economist, educationist, social scientist, and public speaker until April 2022, he served as a Member of Parliament (nominated to Rajya Sabha by Honourable President of India), visiting faculty at four distinguished universities.

Dr. Jadhav, in his four decades of public service, has served in key positions as Member of the Planning Commission and the National Advisory Council. He has also held the position of Vice-Chancellor at University of Pune and Principal Advisor and Chief Economist, Reserve Bank of India (RBI). During his 31-year association with the RBI, he also served in advisory capacities at International Monetary Fund (IMF) and Governments of Afghanistan and Ethiopia.

Dr. Jadhav holds a PhD in Economics from Indiana University, USA and has penned or edited 41 books, numerous reports, and research papers. He is a recipient of 72 national and international awards, including four Honorary D-Litt degrees and the title of the Commander of the Order of Academic Palmes by the Government of France.

Dr. Jadhav is a Chairman of Nomination and Remuneration Committee and Stakeholders' Relationship Committee of the Company. He is a Member of Audit Committee and Risk Management Committee of the Company. He does not hold any equity shares of the Company.

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

In the opinion of the Board, Dr. Jadhav fulfils the conditions specified in the Act and the Rules made thereunder and Listing Regulations for re-appointment as Independent Director and he is independent of the management.

Dr. Jadhav 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 Dr. Jadhav 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, on recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Amur Swaminathan Lakshminarayanan (DIN:08616830) (hereinafter referred to as "Lakshminarayanan") as an Additional Director of the Company with effect from April 24, 2023, and who holds office upto the date of this Annual General Meeting pursuant to the provisions of Section 161 of the Act. The Company has received a notice pursuant to Section 160(1) of the Act proposing his candidature for the office of Director of the Company. Lakshminarayanan shall be liable to retire by rotation. Lakshminarayanan is not disqualified from being a Director in terms of Section 164 of the Act.

The Company had received the necessary consent and declarations from Lakshminarayanan confirming his eligibility to be appointed as the Non-Executive Non-Independent Director of the Company.

In compliance with the provisions of Sections 152 and 160 of the Act, the appointment of Lakshminarayanan as a Non-Executive Director of the Company is now being placed before the Members at the Annual General Meeting for their approval.

The brief profile of Lakshminarayanan is as under:

A.S. Lakshminarayanan, is the Managing Director and Chief Executive Officer of Tata Communications Limited. He is a global techno-commercial leader across regions and industries recognised for developing scalable businesses in UK, Europe, Japan and India, and has worked across the globe. In a short span at Tata Communications, since October 2019, Lakshminarayanan is re-engineering the Company and steering it to deliver strong profitable growth. Under his leadership, Tata Communications is progressing to play a solid role as a digital ecosystem enabler – a digital fabric on which customers can build secure, connected, digital experiences. Prior to joining Tata Communications, Lakshminarayanan was President and CEO of Tata Consultancy Services (TCS) Japan, accelerating the company's market opportunity and brand in the region. An over 35 years Tata Group veteran, engineering graduate from BITS, Pilani, and London Business School senior executive programme alumnus, Lakshminarayanan is an IEEE (Institute of Electrical and Electronics Engineers) long-standing member. He is also on the Board of Tata Teleservices Limited, Tejas Networks Limited, Nelco Limited, Nelco Network Products Limited and Tata Teleservices (Maharashtra) Limited. He is known to drive all things technology and transformation, with trust and purpose.

Lakshminarayanan is also appointed as a Member of Nomination and Remuneration Committee and Risk Management Committee of the Company. He does not hold any equity shares of the Company.

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

Lakshminarayanan is not related to any other Director of the Company.

## Notice (Contd.)

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the Members.

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

### Item No. 5

The Board of Directors, on recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Harjit Singh (DIN:09416905) as an Additional Director of the Company with effect from April 24, 2023, and who holds office up to the date of this Annual General Meeting pursuant to the provisions of Section 161 of the Act. The Company has received a notice pursuant to Section 160(1) of the Act proposing his candidature for the office of Director of the Company. Harjit Singh shall be liable to retire by rotation. Harjit Singh is not disqualified from being a Director in terms of Section 164 of the Act.

The Company had received the necessary consent and declarations from Harjit Singh confirming his eligibility to be appointed as the Non-Independent Director of the Company.

In compliance with the provisions of Sections 152 and 160 of the Act, the appointment of Harjit Singh, as a Director of the Company is now being placed before the Members at the Annual General Meeting for their approval.

The brief profile of Harjit Singh is as under:

Harjit Singh is the Managing Director of Tata Teleservices (Maharashtra) Limited and Tata Teleservices Limited (together TTL) and is responsible for the growth and expansion of the company as a leading digital solutions provider in the MSME space. TTL offers a comprehensive portfolio of Connectivity, Collaboration, Cloud & SaaS, Security, and Marketing solutions to enterprises in the country under the brand name Tata Tele Business Services (TTBS).

Harjit Singh is an Officer of the '96 batch of the Tata Administrative Services and has been associated with several companies in the group such as Tata Housing, Tata AutoComp Systems, Tata Communications and Neotel before joining TTL in 2012. Harjit has close to three decades of rich experience in P&L management, corporate strategy & planning, M&A, business development and operations in domestic and international markets and has been instrumental in leading businesses on their journey to true potential and scale.

His academics include a PGDM in Finance and Operations from IIM Ahmedabad and a B.E. Mechanical from IIT Roorkee.

Harjit Singh is also a Member of Stakeholders' Relationship Committee and Finance Committee of the Board. He holds 3,400 equity shares of the Company as on date.

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

Harjit Singh is not related to any other Director of the Company.

The Board commends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel or their relatives, except Harjit Singh to the extent of his appointment, are in any way concerned or interested in passing of the resolution mentioned at Item No. 5 of the Notice.

### Item No. 6

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, appointed Harjit Singh (DIN:09416905) as Managing Director of the Company under the provisions of the Sections 196, 197, 203, and other applicable provisions, if any, of the Act, read with Schedule V to the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, for a period of three years with effect from April 24, 2023 till April 23, 2026, subject to approval of the Members. Harjit Singh is also the Managing Director of Tata Teleservices Limited ("TTSL") with effect from April 25, 2023 till April 24, 2026, and he does not draw any remuneration from TTML and hence the appointment has been made by the Board of Directors in accordance with the provisions of Section 203 of the Act. Harjit Singh is not disqualified from being a Director in terms of Section 164 of the Act. Harjit Singh shall be liable to retire by rotation.

The Company had received the necessary consent and declarations from Harjit Singh confirming his eligibility to be appointed as the Non-Independent Director of the Company.

Prior to this appointment as Managing Director, Harjit Singh has served as Manager and Key Managerial personnel of the Company since August 12, 2020.

Brief profile of Harjit Singh is as under:

Harjit Singh is the Managing Director of Tata Teleservices (Maharashtra) Limited and Tata Teleservices Limited (together TTL) and is responsible for the growth and expansion of the company as a leading digital solutions provider in the MSME space. TTL offers a comprehensive portfolio of Connectivity, Collaboration, Cloud & SaaS, Security, and Marketing solutions to enterprises in the country under the brand name Tata Tele Business Services (TTBS).

Harjit Singh is an Officer of the '96 batch of the Tata Administrative Services and has been associated with several companies in the group such as Tata Housing, Tata AutoComp Systems, Tata Communications and Neotel before joining TTL in 2012. Harjit has close to three decades of rich experience in P&L management, corporate strategy & planning, M&A, business development and operations in domestic and international markets and has been instrumental in leading businesses on their journey to true potential and scale.

His academics include a PGDM in Finance and Operations from IIM Ahmedabad and a B.E. Mechanical from IIT Roorkee.

Harjit Singh is also a Member of Stakeholders' Relationship Committee and Finance Committee of the Board. He holds 3,400 equity shares of the Company as on date.

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

The principal terms and conditions of Harjit Singh appointment as Managing Director and the main clauses of the Agreement to be executed between the Company and Harjit Singh are as follows:

**1. Term and Termination:**

- 1.1 Three (3) years commencing from April 24, 2023, till April 23, 2026.
- 1.2 The appointment may be terminated earlier, without any cause, by either party by giving six months' notice of such termination.

**2. Remuneration**

Harjit Singh will not draw any remuneration from the Company as Managing Director.

**3. Duties and Powers:**

- 3.1 Harjit Singh shall devote appropriate time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/or subsidiaries, including performing duties as assigned to him from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.
- 3.2 Harjit Singh shall not exceed the powers so delegated by the Board pursuant to clause 3.1 above.
- 3.3 Harjit Singh undertakes to employ the best of his skill and ability and to make his utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the policies and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.
- 3.4 Harjit Singh shall undertake his duties from such location as may be mutually agreed between him and the Board.

**Other terms of Appointment:**

4. The terms and conditions of the appointment of Harjit Singh may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Harjit Singh, subject to such approvals as may be required.

5. Harjit Singh, so long as he functions as such, undertakes not to become interested or otherwise concerned, directly or through his spouse and/or children, in any selling agency of the Company.
6. All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to Harjit Singh, unless specifically provided otherwise.
7. The employment of Harjit Singh may be terminated by the Company without notice:
  - 7.1 If Harjit Singh is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required by the Agreement to render services; or
  - 7.2 in the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Harjit Singh of any of the stipulations contained in the Agreement.
8. In the event Harjit Singh is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.
9. Upon the termination by whatever means of his employment under the Agreement:
  - 9.1 Harjit Singh shall immediately cease to hold offices held by him in any holding company, subsidiaries or associate companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act and shall resign as trustee of any trusts connected with the Company.
  - 9.2 Harjit Singh shall not without the consent of the Board at any time thereafter represent himself as connected with the Company or any of its subsidiaries and associated companies.
10. If and when the term expires or is terminated for any reason whatsoever, Harjit Singh will cease to be the Managing Director of the Company and also cease to be a Director of the Company. If at any time, the Managing Director ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Managing Director. If at any time, Harjit Singh ceases to be in employment of the Company for any reason whatsoever, he shall cease to be a Director and Managing Director of the Company.
11. The terms and conditions of the appointment of Harjit Singh also include clauses pertaining to adherence with the Tata Code of Conduct, Intellectual Property, maintenance of confidentiality, non-competition and non-solicitation.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of appointment of Harjit Singh as specified above are now being placed before the Members for their approval.

Harjit Singh is not related to any other Director of the Company.

## Notice (Contd.)

The Board believes that it is in the best interests of the Company to appoint Harjit Singh as the Managing Director of the Company for a period of three (3) years ending April 23, 2026, and therefore recommends the Ordinary Resolution at Item No. 6 for approval by the Members.

None of the Directors or Key Managerial Personnel or their relatives, except Harjit Singh to the extent of his appointment, are in any way concerned or interested in passing of the resolution mentioned at Item No. 6 of the Notice.

### Item No. 7

The Board of Directors at its meeting held on April 24, 2023, 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 2023-2024 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, 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. 7 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. 7 of the Notice.

### Item No. 8

Tata Teleservices (Maharashtra) Limited ("TTML"/the "Company") provides telecommunication services to its subscribers in Mumbai and Rest of Maharashtra (including Goa) telecom circles. Tata Teleservices Limited ("TTSL") provides telecommunication services in Pan India, except Mumbai, Rest of Maharashtra (including Goa), Jammu & Kashmir, Northeast and Assam. TTSL also operates and maintains National Long Distance ("NLD") service network within territorial boundaries of India under license granted by Government of India. TTML and TTSL share certain infrastructure between them to achieve optimum cost of operations and also seamless connectivity as part of offering such services across the country to their respective subscribers.

TTML and TTSL are conducting business under one single brand 'Tata Tele Business Services' with no overlapping geographies or conflicting businesses.

To achieve mutual benefits in the form of economies of scale and optimizing costs, TTML and TTSL have entered into various agreements in the past, to share costs of certain shared central services, network assets and other infrastructure / resources.

In addition, both TTML and TTSL had entered into interconnect agreements as mandated by the Telecom Regulatory Authority of India ("TRAI") for providing seamless access to the subscribers of each other. TTSL being NLD operator, TTML has entered into an agreement with TTSL for routing the traffic through NLD network of TTSL. TTML has also entered into similar agreements with other NLD operators.

TTML and TTSL propose to continue with the aforesaid agreements/ arrangement in the future also.

Under the provisions of Regulation 23 of the Listing Regulations, all Related Party Transactions require prior approval of the Audit Committee, and all material Related Party Transactions require approval of the shareholders of the Company by an Ordinary Resolution. A transaction with a related party shall be considered material, if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the company as per the last audited financial statements of the company. TTML and TTSL are related parties as defined under Regulation 23 of the Listing Regulations since both are subsidiaries of Tata Sons Private Limited.

The transactions between TTML and TTSL include the following:

- a. Inter-Connect Usage Charges (Carriage): The charges are based on volumes and TTML & TTSL offer each other competitive market rates.
- b. Inter-Connect Usage Charges (Termination): These charges are prescribed by TRAI from time to time and are followed by all the telecom operators in India.
- c. Purchase/Sale of Assets & Inventory: Transaction values are based on original procurement price as billed by independent third parties or such prices adjusted for depreciation without any mark-up.
- d. Service Income: Income from provision of services is comparable with that offered by TTML to other similar offerings to other customers.
- e. Other Income: Leasing of properties is made either based on valuation of the properties or the rates at which TTML had taken the same on lease from other private parties. Maintenance of such facilities are reimbursed by TTSL to TTML at actual without adding any mark-up.
- f. Allocation of Costs: Sharing of common resources is based on "Various Ratios" such as Subscriber Ratio, Revenue Ratio and Reimbursement of Actual cost without mark-up.

Transactions are in nature of Revenue, Operation Costs and Capital Expenditures for TTML.

Further, TTML would incur higher costs if the contracts were entered into separately for volumes of the Company as against combined volumes of both TTSL and TTML. In addition, TTML also benefits from the synergy on integrated marketing strategy and optimum utilisation of knowledge, skill, and experience, which would not have otherwise been available to TTML if such arrangements were not in place.

The aggregate value of the transactions with TTSL, a subsidiary of the holding Company to which the Company is also a subsidiary, for the next 3 financial years viz., 2024-2025, 2025-2026 and 2026-2027 is estimated at ₹ 200 Crores per annum, which is likely to exceed the materiality threshold limit. Hence, the transactions are required to be approved by the shareholders. These transactions are in the ordinary course of business of the Company and on arm's length basis. Prior approval of the Audit Committee has been received for the same.

Pursuant to Regulation 23 of the Listing Regulations, all the related parties i.e., all entities falling under definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not.

The shareholding of the Promoters of TTML in TTSL is given below:

Sr. No.	Name of Company/ Body Corporate	Category (In relation to TTML)	Shareholding in TTSL Percentage (%)
1	Tata Sons Private Limited	Promoter	93.77%

The Board commends the Ordinary Resolution set out at Item No. 8 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution mentioned at Item No. 8 of the Notice. Further, A. S. Lakshminarayanan, Ankur Verma, Dr. Narendra Damodar Jadhav and Harjit Singh are also directors on the Board of TTSL, though not interested, may be deemed to be interested as a good governance practice.

### Item No. 9

Tata Teleservices (Maharashtra) Limited ("TTML"/the "Company") provides telecommunication services to its subscribers in Mumbai, Rest of Maharashtra, and Goa. Tata Communications Limited ("TCL") is a global company which enables the digital transformation of enterprises globally, unlocking opportunities for businesses by enabling borderless growth, boosting product innovation and customer experience, improving productivity and efficiency, building agility, and managing risk.

In addition, TCL being National Long Distance ("NLD") service operator, TTML has entered into an agreement with TCL for routing the traffic through their NLD network. TTML has also entered into similar agreements with other NLD operators.

TTML and TCL propose to continue with the aforesaid agreements/ arrangement in the future also.

Under the provisions of Regulation 23 of the Listing Regulations, all Related Party Transactions require prior approval of the Audit Committee, and all material Related Party Transactions require approval of the shareholders of the Company by an Ordinary Resolution. A transaction with a related party shall be considered material, if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

TCL and its subsidiaries are subsidiary of Tata Sons Private Limited. TCL and TTML, both being subsidiaries of Tata Sons Private Limited are regarded as related party as per Regulations 2(zb) of the Listing Regulations.

The transactions between TTML and TCL include the following:

- Internet Leased Line Charges:** The charges are based on volume and TCL & TTML offer each other competitive market rates.
- Inter-connect Usage Charges (Carriage):** The charges are based on volumes and TCL & TTML offer each other competitive market rates.
- Inter-connect Usage Charges (Termination):** These charges are prescribed by TRAI from time to time and are followed by all the telecom operators in India.
- Lease Line Bandwidth Charges & Last Mile Lease Bandwidth Charges:** The charges are based on volumes and TCL & TTML offer each other competitive market rates.
- O&M Service Charges – IRU:** The charges are based on volumes and TCL & TTML offer each other competitive market rates.
- Infrastructure Sharing & Co-Building Charges:** Leasing of properties from TCL are based on valuation of the properties or at the rates at which TCL had given to other parties on lease.
- Synergy LE (Large Enterprises):** These charges are based on the actual cost incurred and are charges on cost-to-cost basis without markup.
- Hosted Call Centre Services:** These charges are allocated based on revenue share of TTML.
- Recovery and Allocation of Costs and Other Goods and Services:** Sharing of common resources is based on "Various Ratios" such as Subscriber Ratio, Revenue Ratio and Reimbursement of Actual cost without Mark-up.
- Infrastructure Income (recovery):** Leasing of properties to TCL are based on valuation of the properties or at the rates at which TTML had given to other parties on lease.
- Purchase/Sale of Assets & Inventory:** Transaction Values are based on original procurement price as billed by

## Notice (Contd.)

independent third parties or such prices adjusted for depreciation without any markup.

- i. Synergy SME Business partner (Small & Medium Enterprises): TTML renders similar services to its own SME customers and to TCL SME customers. The services rendered are comparable @ gross profit margin level for Arm's Length testing.
- m. Service Income: Income from provision of services is comparable with that offered by TTML to other similar offerings to other customers.
- n. Rent Income & Expenses & Related Recovery: Leasing of properties to TCL based on valuation of the properties or at the rates at which TTML had given to other parties on lease.
- o. Other Income IRU O&M Income: The charges are based on volumes and TCL & TTML offer each other competitive market rates.

Transactions are in nature of Revenue, Operation Costs and Capital Expenditures for TTML.

The value of the transactions with TCL, in respect of next three financial years viz. 2024-2025, 2025-2026 and 2026-2027 is estimated to be not exceeding ₹ 235 Crores (Rupees Two Hundred and Thirty-Five Crores Only) per annum, which exceeds the

### Registered Office:

D-26, TTC Industrial Area,  
MIDC Sanpada, P.O. Turbhe,  
Navi Mumbai - 400 703, Maharashtra.  
CIN: L64200MH1995PLC086354  
Website: [www.tatatelebusiness.com](http://www.tatatelebusiness.com)  
E-mail: [investor.relations@tatatel.co.in](mailto:investor.relations@tatatel.co.in)  
Tel: 91 22 6661 5111  
Date: June 1, 2023  
Place: Navi Mumbai

materiality threshold limit. Hence, the transactions are required to be approved by the shareholders. These transactions are in the ordinary course of business of the Company and on arm's length basis. Prior approval of the Audit Committee has been received for the same.

Pursuant to Regulation 23 of the Listing Regulations, all the related parties i.e., all entities falling under definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not.

The shareholding of the Promoters of TTML in TCL is given below:

Sr. No.	Name of Company/ Body Corporate	Category (In relation to TTML)	Shareholding in TCL Percentage (%)
1	Tata Sons Private Limited	Promoter	14.07%

The Board commends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution mentioned at Item No. 9 of the Notice. Further, A. S. Lakshminarayanan and Ankur Verma are also directors on the Board of TCL, though not interested, may be deemed to be interested as a good governance practice.

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

**Vrushali Dhamnaskar**  
Company Secretary  
(ACS 28356)



### Details of Director(s) seeking re-appointment/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		4		5		6	
Name of the Director	Ankur Verma		Dr. Narendra Damodar Jadhav		A. S. Lakshminarayanan		Harjit Singh		Harjit Singh	
DIN	07972892		02435444		08616830		09416905		09416905	
Designation	Non-Executive Non-Independent Director		Non-Executive Independent Director		Non-Executive Non-Independent Director		Non-Independent Director		Managing Director	
Age	47		69		62		52		52	
Qualifications	B.E. in Mechanical Engineering and PGDM from IIM, Kolkata		PhD in Economics from Indiana University, USA		Degree in Mechanical Engineering from BITS, Pilani and is an alumnus of London Business School. He is also, a longstanding member of IEEE.		PGDM in Finance and Operations from IIM Ahmedabad and a BE – Mech. from IIT Roorkee		PGDM in Finance and Operations from IIM Ahmedabad and a BE – Mech. from IIT Roorkee	
Experience	Senior Vice President at Tata Sons Private Limited. Around 21 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.		Around 48-year experience in various capacities including as Chief Economist, RBI, Member-Planning Commission, and Vice Chancellor, University of Pune.		Over 37 years of experience in a broad range of leadership roles across regions and industries. Through the course of his career, he has managed and developed scalable businesses, with deep understanding of the global technology market and enterprises growing digital needs.		Has over 28 years of rich experience in P&L Management, Corporate Strategy & Planning, M&A, Business Development and Operations in Domestic and International markets		Has over 28 years of rich experience in P&L Management, Corporate Strategy & Planning, M&A, Business Development and Operations in Domestic and International markets	
Terms and conditions of appointment / re-appointment	<ul style="list-style-type: none"> <li>Director in Non-Executive Non-Independent capacity</li> <li>Liable to retire by rotation</li> </ul>		<ul style="list-style-type: none"> <li>Director in Non-Executive Independent capacity</li> <li>Not liable to retire by rotation.</li> <li>Term of appointment – with effect from April 1, 2024, upto May 27, 2028</li> <li>Other terms and conditions - Available on the website of the Company i.e., <a href="http://www.tatatelebusiness.com">www.tatatelebusiness.com</a> and open for inspection at the registered office of the Company on all working days, during business hours upto the date of the AGM</li> </ul>		<ul style="list-style-type: none"> <li>Director in Non-Executive Non-Independent capacity</li> <li>Liable to retire by rotation</li> </ul>		<ul style="list-style-type: none"> <li>Refer Item No. 5 of the Explanatory Statement</li> </ul>		<ul style="list-style-type: none"> <li>Refer Item No. 6 of the Explanatory Statement</li> </ul>	
Details of Remuneration sought to be paid	Refer 'Remuneration paid to the Directors' under "Corporate Governance Report"		Refer 'Remuneration paid to the Directors' under "Corporate Governance Report"		Not applicable as appointed on April 24, 2023		Not applicable as appointed on April 24, 2023		Not applicable as appointed on April 24, 2023	
Remuneration last drawn	Refer 'Remuneration paid to the Directors' under "Corporate Governance Report"		Refer 'Remuneration paid to the Directors' under "Corporate Governance Report"		Not applicable as appointed on April 24, 2023		Not applicable as appointed on April 24, 2023		Not applicable as appointed on April 24, 2023	
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 April 1, 2019, as an Additional Non-Executive Independent Director which was approved by the Members in the AGM held on September 20, 2019		April 24, 2023		April 24, 2023		April 24, 2023	
Shareholding in the Company	Nil		Nil		Nil		3400		3400	
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None		None		None		None		None	
Number of meetings of the Board attended during financial year 2022-2023	Held	Attended	Held	Attended	Held	Attended	Held	Attended	Held	Attended
	7	6	7	7	-	-	-	-	-	-

Notice (Contd.)

Item No.	2	3	4	5	6
<b>Name of the Director</b>	<b>Ankur Verma</b>	<b>Dr. Narendra Damodar Jadhav</b>	<b>A. S. Lakshminarayanan</b>	<b>Harjit Singh</b>	<b>Harjit Singh</b>
<b>DIN</b>	<b>07972892</b>	<b>02435444</b>	<b>08616830</b>	<b>09416905</b>	<b>09416905</b>
Other Directorships (All companies except of Foreign Companies to be mentioned)	<ul style="list-style-type: none"> <li>Tata Teleservices Limited</li> <li>Tata Elxsi Limited</li> <li>Tata Capital Housing Finance Limited</li> <li>Tata Autocomp Systems Limited</li> <li>Tata Play Limited</li> <li>Campusconnect Technologies Private Limited</li> <li>Tata 1MG Technologies Private Limited</li> <li>Tata Unistore Limited</li> <li>Supermarket Grocery Supplies Private Limited</li> <li>Tata Communications Limited</li> </ul>	<ul style="list-style-type: none"> <li>Tata Teleservices Limited</li> <li>Sustainable Agro-Commercial Finance Limited</li> <li>Jain Irrigation Systems Limited</li> <li>Dhani Services Limited</li> <li>Dhani Loans and Services Limited</li> </ul>	<ul style="list-style-type: none"> <li>Tata Communications Limited</li> <li>Tata Teleservices Limited</li> <li>Tejas Networks Limited</li> <li>Nelco Limited</li> <li>Nelco Network Products Limited</li> </ul>	<ul style="list-style-type: none"> <li>Tata Tele NXTGEN Solutions Limited</li> <li>NVS Technologies Limited</li> </ul>	<ul style="list-style-type: none"> <li>Tata Tele NXTGEN Solutions Limited</li> <li>NVS Technologies Limited</li> </ul>
Memberships / Chairmanships of committees of other Boards	<p><b>Audit Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> <li>Tata Elxsi Limited (Member)</li> <li>Tata Play Limited (Member)</li> <li>Tata Capital Housing Finance Limited (Member)</li> <li>Tata Communications Limited (Member)</li> </ul> <p><b>Stakeholders' Relationship Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Communications Limited (Member)</li> </ul> <p><b>Internal Audit Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Unistore Limited (Chairman)</li> </ul> <p><b>Corporate Social Responsibility Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Capital Housing Finance Limited (Member)</li> </ul> <p><b>Risk Committee</b></p> <ul style="list-style-type: none"> <li>Tata Play Limited (Member)</li> </ul> <p><b>Risk Committee</b></p> <ul style="list-style-type: none"> <li>Tata Capital Housing Finance Limited (Chairman)</li> </ul> <p><b>Finance Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Share Warrant Debenture Allotment Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Lending Committee</b></p> <ul style="list-style-type: none"> <li>Tata Capital Housing Finance Limited (Member)</li> </ul> <p><b>Empowered Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>IPO Price Band Committee</b></p> <ul style="list-style-type: none"> <li>Tata play Limited (Member)</li> </ul>	<p><b>Audit Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> <li>Sustainable Agro-Commercial Finance Limited (Member)</li> <li>Jain Irrigation Systems Limited (Member)</li> <li>Dhani Services Limited (Chairman)</li> <li>Dhani Loans and Services Limited (Member)</li> </ul> <p><b>Nomination and Remuneration Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Internal Audit Committee:</b></p> <ul style="list-style-type: none"> <li>Sustainable Agro-Commercial Finance Limited (Chairman)</li> <li>Dhani Services Limited (Chairman)</li> <li>Dhani Loans and Services Limited (Member)</li> </ul> <p><b>Empowered Committee:</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Corporate Governance Committee:</b></p> <ul style="list-style-type: none"> <li>Sustainable Agro-Commercial Finance Limited (Chairman)</li> <li>Dhani Services Limited (Member)</li> </ul> <p><b>Stakeholders' Relationship Committee:</b></p> <ul style="list-style-type: none"> <li>Jain Irrigation Systems Limited (Chairman)</li> <li>Dhani Services Limited (Member)</li> </ul> <p><b>Corporate Social Responsibility Committee:</b></p> <ul style="list-style-type: none"> <li>Dhani Services Limited (Member)</li> </ul> <p><b>Risk management Committee:</b></p> <ul style="list-style-type: none"> <li>Dhani Services Limited (Member)</li> </ul> <p><b>Capital Raising Committee:</b></p> <ul style="list-style-type: none"> <li>Dhani Services Limited (Member)</li> </ul> <p><b>Compensation Committee:</b></p> <ul style="list-style-type: none"> <li>Dhani Services Limited (Chairman)</li> </ul> <p><b>Allotment Committee:</b></p> <ul style="list-style-type: none"> <li>Dhani Services Limited (Chairman)</li> </ul>	<p><b>Audit Committee</b></p> <ul style="list-style-type: none"> <li>Tejas Networks Limited (Member)</li> </ul> <p><b>Stakeholders' Relationship Committee</b></p> <ul style="list-style-type: none"> <li>Tata Communications Limited (Member)</li> </ul> <p><b>Corporate Social Responsibility Committee</b></p> <ul style="list-style-type: none"> <li>Tata Communications Limited (Member)</li> </ul> <p><b>Nomination and Remuneration Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Finance Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Share/Warrant/ Debenture Allotment and Transfer Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul> <p><b>Empowered Committee</b></p> <ul style="list-style-type: none"> <li>Tata Teleservices Limited (Member)</li> </ul>	-	-
Listed entities from which the person has resigned in the past three years	None	None	None	None	None



To,

**TSR Consultants Private Limited**

Unit: Tata Teleservices (Maharashtra) Limited  
C 101, 1<sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg,  
Vikhroli (West), Mumbai - 400 083.

**UPDATION OF SHAREHOLDER INFORMATION**

I / We request you to record the following information against my / our Folio No.:

General Information: Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN/ Registration No.: *	
(applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
E-mail ID:	

\*Self-attested copy of the document(s) enclosed

Bank Details: IFSC: (11 digit)	MICR: (9 digit)
Bank A/c Type:	Bank A/c No.: *
Name of the Bank:	
Bank Branch Address:	
E-mail ID	

\* A blank cancelled cheque is enclosed to enable verification of bank details

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/We would not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained by you till I/We hold the securities under the above-mentioned Folio No./beneficiary account.

Place:

Date:

\_\_\_\_\_  
Signature of Shareholder