

Corporate Office :

A-60, Naraina Industrial Area, Phase-I,

New Delhi-110 028 INDIA

TEL. : 91-11-41411070 / 71 / 72

FAX : 91-11-25792194

E-mail : investors@shyamtelecom.com

Website : www.shyamtelecom.com

SHYAM
TELECOM LTD

May 5, 2020

The Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
("BSE")

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001
Security Code – 517411
Through BSE Listing Centre

Listing Department,
National Stock Exchange of India Limited
("NSE")

Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai – 400001
Security Symbol – SHYAMTEL
Through NEAPS

Sub : Results of Postal Ballot and E-Voting

Dear Sir/Mam,

Pursuant to Section 109 of Companies Act, 2013 read with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing regulations"), we enclose herewith following documents:

- Result of voting under Regulation 44 of Listing Regulations
- Scrutinizer's Report

Kindly take the information on record.

Thanking You.

Yours Truly,

For Shyam Telecom Limited

For SHYAM TELECOM LIMITED



Prabhat Tyagi
Company Secretary

COMPANY SECRETARY

Regd. Office : Shyam House, 3, Amrapali Circle, Vaishali Nagar, Jaipur-302021 (RAJASTHAN) INDIA

Phone : 91- 0141- 5100343 Fax : 91 - 0141 - 5100310

CIN : L32202RJ1992PLC017750

| Voting Results of Postal Ballot | |
|---|-----------------------|
| Name of the Company | Shyam Telecom Limited |
| Date of Declaration of Result of Postal Ballot | May 5, 2020 |
| Total Number of shareholders on Record Date | 11573 |
| No. of Shareholders present in the meeting either in person or through proxy Promoter and promoter Group Public | Not Applicable |
| No. of Shareholders attended the meeting through video conferencing Promoter and promoter Group Public | Not Applicable |

Details of Agenda

Resolution 1:

| Resolution Required | | Special | | Voluntary Delisting of the Equity Shares of the Company from BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) | | | | |
|--|----------------|------------------------|-------------------------|---|----------------------------|-----------------------------|---|---|
| Whether Promoter/Promoter Group are interested In the agenda/resolution? | | | | Yes | | | | |
| Category | Mode of Voting | No. of Shares held (1) | No. of Votes Polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)] *100 | No. of votes in favour (4) | No. of votes in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)] *100 | % of votes against on votes polled (7)=[(5)/(2)] *100 |
| Promoter and Promoter Group | E-Voting | 74,55,875 | - | - | - | - | - | - |
| | Poll | | 39,04,298 | 52.37% | 39,04,298 | - | 100 | - |
| | Total | 74,55,875 | 39,04,298 | 52.37% | 39,04,298 | - | 100 | - |
| Public – Institutions | E-Voting | 2,559 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | 2,559 | - | - | - | - | - | - |
| Public – Non-institutions | E-Voting | 38,11,566 | 2,32,825 | 6.11 | 2,23,661 | 9,164 | 96.06% | 3.94% |
| | Poll | | 3,47,118 | 9.38 | 1,68,377 | 1,78,741 | 48.51% | 51.49% |
| | Total | 38,11,566 | 5,79,943 | 15.49 | 3,92,038 | 1,87,905 | 67.60% | 32.40% |
| Total | | 1,12,70,000 | 44,84,241 | | 4296336 | 187905 | | |

Out of the above results for resolution 1, details of voting in terms of provisions of Regulation 8(1)(b) of Securities and Exchange Board of India (Delisting of Equity Shares), 2009, as amended from time to time, are set as below:

| Particulars | No. of members voted | No. of equity shares of nominal value | % of votes |
|---|-----------------------------|--|-------------------|
| Total valid postal ballots and e-votes received | 67 | 44,84,241 | 100.00 |
| Less: Promoter Shareholding | 7 | 39,04,298 | 87.07% |
| Public Shareholding through Postal Ballot and E-voting | 60 | 5,79,943 | 12.93% |
| Assented to resolution out of public shareholding | 38 | 3,92,038 | 8.74% |
| Dissented to resolution out of public shareholding | 22 | 1,87,905 | 4.19% |

CS Sandeep Mehra

Practicing Company Secretary

Office Unit No. 118, Pocket 3, Sector 2, Rohini, New Delhi 110085
Contact: +91 11 27514142, M: +91 98910 87878
E-mail id: smehra.cs@gmail.com

FORM MGT-13 Scrutinizer's Report

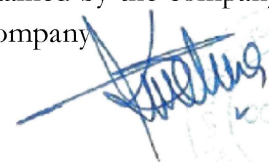
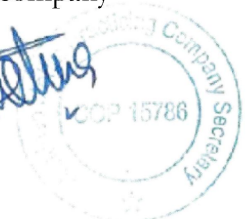
[Pursuant to rule section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
Shyam Telecom Limited
Registered office: Shyam House, Plot No. 3,
Amrapali Circle, Vaishali Nagar Jaipur - 302 021

Dear Sir,

I, Sandeep Mehra, Practicing Company Secretary having office at Unit 118, Pocket-3, Sector-2, Rohini, North West, Delhi-110085, was appointed as Scrutinizer by the Board of Directors of Shyam telecom Limited (the "Company") for the purpose of scrutinizing the votes cast through postal ballots paper and e-voting, in respect of the resolution given in the postal ballot notice dated February 13, 2020, hereby submits my report as under:

- I. Pursuant to section 110 of the Companies Act, 2013 (hereinafter referred to as Act) and Rule 22 of the Companies (Management and Administration) Rule, 2014, as amended upto date, the postal ballot notice including statement under section 102 of the Act, were sent to all those whose names were mentioned in the register of members of the company as on February 14, 2020 (cut off date), by electronic means to the members who have registered their email id and also to all the shareholders by courier, along with postal ballot forms by February 27, 2020. Postal ballot notice was also placed on the website of the company. The members of the company were given an option to vote electronically on e-voting platform, provided by Central Depository Services Limited (CDSL).
- II. The e-voting period commenced on February 28, 2020 at 9.00 am (IST) and ended on March 28, 2020 at 5.00 pm (IST).
- III. The company received votes through e-voting and postal ballot forms.
- IV. The sealed prepaid postage envelopes received were opened in my presence along with two witnesses who are not the employees of the company, and ballots received were diligently scrutinized on May 05, 2020. The ballot papers were reconciled with the records maintained by the company through Registrar and Transfer Agent and Authorizations lodged with the company

CS Sandeep Mehra

Practicing Company Secretary

Office Unit No. 118, Pocket 3, Sector 2, Rohini, New Delhi 110085

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- V. The list of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses on May 4, 2020, at 5.00 pm (IST).
- VI. The ballot form, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- VII. Due to spread of COVID-19 Pandemic, Indian Government have announced complete lockdown of commercial operations effective from March 25, 2020 for 21 days and was extended later on. Thereafter the restrictions under lockdown has been partially lifted w.e.f. May 04, 2020. Because of the lockdown, we could not have access to the postal ballot forms received from the shareholders and accordingly could not issue our report on the date as specified in the postal ballot notice dated February 13, 2020. Further, in this regard, we have been informed by the Company that the Securities and Exchange Board of India has advised Shyam Telecom Limited, vide an e-mail dated May 04, 2020, to disclose the results of postal ballot / e-voting within 48 hours of commencement of business operations / completion of lockdown as specified under Regulation 8(1)(b) of the SEBI (Delisting of Equity Shares) Regulations, 2009. Post grant of partial relaxation in the lockdown by government, we now give our report.

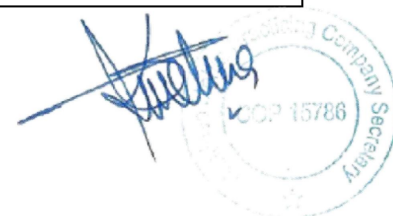
The result of the E-voting together with voting through Postal Ballot are as under:

a) Resolution– 1: Special Business

Special Resolution- voluntary delisting of the equity shares of the company from BSE Limited (“BSE”), and National Stock Exchange Of India Limited (“NSE”) (BSE and NSE are collectively referred to as the “Stock Exchanges”).

(i) Votes **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 10 | 2,23,661 | 4.99 |
| Voting by poll | 35 | 40,72,675 | 90.82 |
| Total | 45 | 42,96,336 | 95.81 |



CS Sandeep Mehra

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(ii) Votes **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 2 | 9,164 | 0.20 |
| Voting by poll | 20 | 1,78,741 | 3.99 |
| Total | 22 | 1,87,905 | 4.19 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 2 | 2,521 |

The above resolution was passed as a Special Resolution with requisite majority as per section 114 of the Companies Act, 2013.

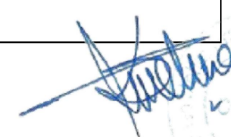

As per Regulation 8(1)(b) of the SEBI (Delisting of Equity Shares) Regulations, 2009, the public shareholders voting (excluding promoter and promoter group entities) is as given below:

(i) Votes **in favour** of the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 10 | 2,23,661 | 4.99 |
| Voting by poll | 28 | 1,68,377 | 3.75 |
| Total | 38 | 3,92,038 | 8.74 |

(ii) Votes **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 2 | 9,164 | 0.20 |
| Voting by poll | 20 | 1,78,741 | 3.99 |
| Total | 22 | 1,87,905 | 4.19 |

CS Sandeep Mehra

Practicing Company Secretary

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(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 2 | 2,521 |

The above Special Resolution was passed in terms of Regulation 8(1)(b) of SEBI (Delisting of Equity Shares) Regulations, 2009, since the votes cast by public shareholders in favour of the resolution, amount to more than two times the number of votes cast by public shareholders against the said resolution.

All the poll papers, electronic data and relevant records were sealed and handed over to the Company Secretary.

Thanking You,

Place: Delhi

Date: May 05, 2020



Sandeep Mehra
Company Secretary in Practice
Partner
M. No. A23624
CP No. 15786

Witness 1.

Neha Tayal:
Pocket D-14,
H. No. 156,
Sector-7, Rohini,
Delhi-110085

A handwritten signature in blue ink, which appears to be 'Neha Tayal', written in a cursive style.

Witness 2.

Raju Balodi:
B-1380,
Sonia Vihar,
Delhi-110094

A handwritten signature in blue ink, which appears to be 'Raju Balodi', written in a cursive style.