

RailTel/Sectt/21/SE/S-16

Date: September 02, 2023

लिस्टिंग विभाग, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड, 'एक्सचेंज प्लाजा', सी-1, ब्लॉक जी, बांद्रा - कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051	कॉर्पोरेट संबंध विभाग, बीएसई लिमिटेड, रोटुंडा बिल्डिंग, पी जे टावर्स, दलाल स्ट्रीट, किला, मुंबई - 400 001
<b>Listing Department, National Stock Exchange of India Limited 'Exchange Plaza', C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400051</b>	<b>Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400001</b>
<b>Script Symbol- RAILTEL</b>	<b>Script Code- 543265</b>

**Sub:- Submission of voting results of the 23<sup>rd</sup> Annual General Meeting along with report of the Scrutinizer.**

**Ref:- Our Letter of even no. dated 07/08/2023 and 31/08/2023.**

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the results of voting (remote e-voting as well as e-voting during AGM) in the prescribed format for the resolutions proposed at the 23<sup>rd</sup> Annual General Meeting held on Thursday, 31<sup>st</sup> August, 2023 at 11:30 Hrs (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") along with the Report of the Scrutinizer. The voting results are placed at **Annexure-I** and the Scrutiniser Report is placed at **Annexure-II**.

2. The voting results and report of Scrutinizer are also available on the website of the company at [www.railtelindia.com](http://www.railtelindia.com).

3. This is submitted for your information and record.

धन्यवाद,

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड के लिए

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

संलग्न: ऊपरोक्त अनुसार

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

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

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

CIN : L64202DL2000GOI107905

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

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

Website : www.railtelindia.com

**RAILTEL CORPORATION OF INDIA LIMITED**

Annexure-I

Voting result of the ANNUAL GENERAL MEETING of the Company Held on August 31, 2023

Date of AGM	31-Aug-23
Total No. of shareholders as on Record Date	271917
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	NA
No of shareholders attended the meeting through Video Conferencing	
Promoters and Promoters Group	1
Public	115

Detail of the Agenda:

Item No. 1	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Report of the Board of Directors and Auditors thereon and the Comments of the Comptroller & Auditor General ("C&AG") of India thereon.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
Public - Non Institutional holders	E-Voting	73376981	260222	0.3546	239718	20504	92.1206	7.8794
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265660	0.3620	244951	20709	92.2047	7.7953
<b>G-TOTAL</b>		320938407	246043833	76.6639	246023124	20709	99.9916	0.0084

Item No. 2	To confirm the payment of Interim Dividend for the Financial Year 2022-23 and to declare the Final Dividend for the Financial Year 2022-23.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
Public - Non Institutional holders	E-Voting	73376981	259717	0.3539	229114	30603	88.2168	11.7832
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265155	0.3614	234347	30808	88.3811	11.6189
<b>G-TOTAL</b>		320938407	246043328	76.6637	246012520	30808	99.9875	0.0125

Item No. 3	To appoint a Director in place of Shri V. Rama Manohara Rao, Director/Finance (DIN: 06689335) who retires by rotation and being eligible, offers himself for reappointment.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	8475948	3517187	70.6733	29.3267
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	8475948	3517187	70.6733	29.3267
Public - Non Institutional holders	E-Voting	73376981	259915	0.3542	222690	37225	85.6780	14.3220
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265353	0.3616	227923	37430	85.8943	14.1057
<b>G-TOTAL</b>		320938407	246043526	76.6638	242488909	3554617	98.5553	1.4447

Item No. 4	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by C&AG of India for the Financial Year 2023-24.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	11993135	0	100.0000	0.0000
Public - Non Institutional holders	E-Voting	73376981	259917	0.3542	239042	20875	91.9686	8.0314
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265355	0.3616	244275	21080	92.0559	7.9441
<b>G-TOTAL</b>		320938407	246043528	76.6638	246022448	21080	99.9914	0.0086

Item No. 5	Appointment of Shri Rameshwer Meena as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	5500770	6492365	45.8660	54.1340
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	5500770	6492365	45.8660	54.1340
Public - Non Institutional holders	E-Voting	73376981	259917	0.3542	216619	43298	83.3416	16.6584
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265355	0.3616	221852	43503	83.6057	16.3943
<b>G-TOTAL</b>		320938407	246043528	76.6638	239507660	6535868	97.3436	2.6564

Item No. 6	Appointment of Shri Manoj Tandon as Director/Project Operation & Maintenance of the Company, liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	8400770	3592365	70.0465	29.9535
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	8400770	3592365	70.0465	29.9535
Public - Non Institutional holders	E-Voting	73376981	259917	0.3542	219317	40600	84.3796	15.6204
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265355	0.3616	224550	40805	84.6225	15.3775
<b>G-TOTAL</b>		320938407	246043528	76.6638	242410358	3633170	98.5234	1.4766

Item No. 7	To accord approval to the change in designation of Shri Rakesh Ranjan as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	10106089	1887046	84.2656	15.7344
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	10106089	1887046	84.2656	15.7344
Public - Non Institutional holders	E-Voting	73376981	259659	0.3539	216549	43110	83.3975	16.6025
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265097	0.3613	221782	43315	83.6607	16.3393
<b>G-TOTAL</b>		320938407	246043270	76.6637	244112909	1930361	99.2154	0.7846



Item No. 8	Appointment of Shri Yashpal Singh Tomar as Director/Network Planning & Marketing of the Company, liable to retire by rotation.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	5600770	6392365	46.6998	53.3002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	5600770	6392365	46.6998	53.3002
Public - Non Institutional holders	E-Voting	73376981	259342	0.3534	223161	36181	86.0489	13.9511
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	264780	0.3608	228394	36386	86.2580	13.7420
<b>G-TOTAL</b>		320938407	246042953	76.6636	239614202	6428751	97.3871	2.6129

Item No. 9	To ratify the remuneration of the Cost Auditors for the Financial Year 2023-24.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	13776388	11993135	87.0557	9193135	2800000	76.6533	23.3467
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)							
	<b>TOTAL</b>	13776388	11993135	87.0557	9193135	2800000	76.6533	23.3467
Public - Non Institutional holders	E-Voting	73376981	259717	0.3539	237709	22008	91.5262	8.4738
	Poll		5438	0.0074	5233	205	96.2302	3.7698
	Postal Ballot (if Any)							
	<b>TOTAL</b>	73376981	265155	0.3614	242942	22213	91.6226	8.3774
<b>G-TOTAL</b>		320938407	246043328	76.6637	243221115	2822213	98.8530	1.1470

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To,

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

Dear Sir,

**Ref.: 23<sup>rd</sup> Annual General Meeting of RailTel Corporation of India Limited (RAILTEL), held on Thursday, 31<sup>st</sup> August 2023 at 11:30 Hrs IST through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)**

**Sub.: Consolidated Scrutinizer's Report on Remote e-voting and e-voting at the AGM conducted pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

I, Naresh Kumar Sinha, Practicing Company Secretary and proprietor of Kumar Naresh Sinha & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of RAILTEL pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the process of remote electronic voting held between Sunday, 27<sup>th</sup> August, 2023 at 09:00 A.M. to Wednesday, 30<sup>th</sup> August, 2023 at 05:00 P.M. IST and e-voting during the 23<sup>rd</sup> AGM of the Company.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular no. 10/2022 dated December 28, 2022, read with circular nos. 20/2020 dated 5 May, 2020, 17/2020 dated 13 April, 2020 and 14/2020 dated 8 April, 2020 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023, the Notice dated 2<sup>nd</sup> August 2023 convening 23<sup>rd</sup> Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories, in respect of the below mentioned resolution(s) to be passed at the 23<sup>rd</sup> Annual General Meeting of the Company held on Thursday, 31<sup>st</sup> August, 2023 at 11:30 Hrs IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during 23<sup>rd</sup> AGM by the Shareholders of the Company.



The Shareholders of the Company holding shares as on the "cut-off" date i.e., **Thursday, August 24, 2023**, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 9 in the Notice of the 23<sup>rd</sup> AGM of RAILTEL.

The Company had also provided the facility of E-voting during the 23<sup>rd</sup> AGM only to such members who have participated in the AGM through VC/OVAM and who had not cast their vote through remote E-voting period.

The voting period for remote e-voting commenced on **Sunday, 27<sup>th</sup> August 2023 (09:00 A.M.) and ended on Wednesday, 30<sup>th</sup> August 2023 (05:00 P.M) IST** and after fifteen minutes of the conclusion of the 23<sup>rd</sup> AGM, the NSDL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the 23<sup>rd</sup> Annual General Meeting of the Company, were then unblocked in the presence of the two witnesses not being in the employment of the Company. Their confirmation in writing is attached as **Annexure-A**.

We have scrutinized and reviewed the remote e-voting and e-voting during 23<sup>rd</sup> AGM based on the data downloaded from the NSDL e-voting system.

Based on the report furnished by **Beetal Financial & Computer Services (P) Ltd. (RTA)** on the remote e-voting and e-voting conducted during the 23<sup>rd</sup> Annual General Meeting of the Company, the consolidated results of Remote e-voting and e-voting during the 23<sup>rd</sup> AGM are as under:

<b>Ordinary Business:</b>	
<b>Item No.</b>	1
<b>Subject Matter of Resolution</b>	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2023 together with the Report of the Board of Directors and Auditors thereon and the Comments of the Comptroller & Auditor General ("C&AG") of India thereon.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	848	246017891	10	5233	858	246023124	99.99
Dissent	16	20504	1	205	17	20709	0.01
<b>Total</b>	<b>864</b>	<b>246038395</b>	<b>11</b>	<b>5438</b>	<b>875</b>	<b>246043833</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

***Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated August 2, 2023, has been passed with requisite majority.***



<b>Item No.</b>	2
<b>Subject Matter of Resolution</b>	To confirm the payment of Interim Dividend for the Financial Year 2022-23 and to declare the Final Dividend for the Financial Year 2022-23.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	842	246007287	10	5233	852	246012520	99.99
Dissent	19	30603	1	205	20	30808	0.01
<b>Total</b>	<b>861</b>	<b>246037890</b>	<b>12</b>	<b>5438</b>	<b>872</b>	<b>246043328</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated August 2, 2023, has been passed with requisite majority.*

<b>Item No.</b>	3
<b>Subject Matter of Resolution</b>	To appoint a director in place of Shri V. Rama Manohara Rao, Director/Finance (DIN: 06689335) who retires by rotation and being eligible, offers himself for reappointment.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	809	242483676	10	5233	819	242488909	98.56
Dissent	54	3554412	1	205	55	3554617	1.44
<b>Total</b>	<b>863</b>	<b>246038088</b>	<b>11</b>	<b>5438</b>	<b>874</b>	<b>246043526</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated August 2, 2023, has been passed with requisite majority.*



<b>Item No.</b>	4
<b>Subject Matter of Resolution</b>	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by C&AG of India for the Financial Year 2023-24.
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	840	246017215	10	5233	850	246022448	99.99
Dissent	22	20875	1	205	23	21080	0.01
<b>Total</b>	<b>862</b>	<b>246038090</b>	<b>11</b>	<b>5438</b>	<b>873</b>	<b>246043528</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated August 2, 2023, has been passed with requisite majority.*

<b>Special Business:</b>	
<b>Item No.</b>	5
<b>Subject Matter of Resolution</b>	<p>Appointment of Shri Rameshwer Meena as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation:</p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 152, 161(3) and other applicable provisions of the Companies Act, 2013 read with rules made thereunder, Regulation 17(1C) and other applicable provisions of SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri Rameshwer Meena, (DIN: 10077767), who has been appointed as Part-time Govt. Nominee Director on the Board of the Company by the Board of Directors with effect from 17/03/2023 in terms of Ministry of Railways Letter no. 2022/PL/57/10 dated 16/03/2023, be and is hereby approved as Part-time Govt. Nominee Director w.e.f. 17/03/2023, not liable to retire by rotation, till he holds the post of Executive Director/ Signal, Railway Board or further orders, whichever is earlier and on such terms &amp; conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”</p>
<b>Type of Resolution</b>	Ordinary



Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	799	239502427	10	5233	809	239507660	97.34
Dissent	63	6535663	1	205	64	6535868	2.66
<b>Total</b>	<b>862</b>	<b>246038090</b>	<b>11</b>	<b>5438</b>	<b>873</b>	<b>246043528</b>	<b>100</b>
Abstain							

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated August 2, 2023, has been passed with requisite majority.*

Special Business:	
<b>Item No.</b>	6
<b>Subject Matter of Resolution</b>	<p>Appointment of Shri Manoj Tandon as Director/Project Operation &amp; Maintenance of the Company, liable to retire by rotation:</p> <p>“RESOLVED THAT pursuant to the provisions of Section 152, 161(1), 196 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri Manoj Tandon (DIN: 10044053), who has been appointed as Additional Director by the Board to hold the post of Director (Project Operation &amp; Maintenance) with effect from 20/03/2023 in terms of Ministry of Railways Letter no. 2022/E(O)II/40/6 dated 20/03/2023, be and is hereby approved as Director (Project Operations &amp; Maintenance) of the Company, liable to retire by rotation, on such terms &amp; conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”</p>
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	809	242405125	10	5233	819	242410358	98.52
Dissent	53	3632965	1	205	54	3633170	1.48



<b>Total</b>	<b>862</b>	<b>246038090</b>	<b>11</b>	<b>5438</b>	<b>873</b>	<b>246043528</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated August 2, 2023, has been passed with requisite majority.*

<b>Special Business:</b>	
<b>Item No.</b>	7
<b>Subject Matter of Resolution</b>	To accord approval to the change in designation of Shri Rakesh Ranjan as Part-time Govt. Nominee Director of the Company, not liable to retire by rotation:  “ <b>RESOLVED THAT</b> pursuant to the provisions of Section 152, 161 (3) and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the change in designation of Shri Rakesh Ranjan (DIN: 09575567) from Director/Network Planning and Marketing (Addl. Charge) to Part-time Govt. Nominee Director w.e.f. 04/07/2023, be and is hereby approved, till he holds the post of Executive Director/Telecom Development, Railway Board or further orders, whichever is earlier and on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	804	244107676	10	5233	814	244112909	99.22
Dissent	56	1930156	1	205	57	1930361	0.78
<b>Total</b>	<b>860</b>	<b>246037832</b>	<b>11</b>	<b>5438</b>	<b>871</b>	<b>246043270</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated August 2, 2023, has been passed with requisite majority.*

<b>Special Business:</b>	
<b>Item No.</b>	8





<b>Subject Matter of Resolution</b>	Appointment of Shri Yashpal Singh Tomar as Director/Network Planning & Marketing of the Company, liable to retire by rotation:  “ <b>RESOLVED THAT</b> pursuant to the provisions of Section 152, 161(1), 196 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Regulation 17(1C) and other applicable provisions of the SEBI (LODR) Regulations, 2015, or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, the appointment of Shri Yashpal Singh Tomar (DIN: 10215386), who has been appointed as Additional Director by the Board to hold the post of Director (Network Planning & Marketing) with effect from 04/07/2023 in terms of Ministry of Railways Letter no. 2022/E(O)II/40/23 dated 27/06/2023, be and is hereby approved as Director (Network Planning & Marketing) of the Company, liable to retire by rotation, on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time.”
<b>Type of Resolution</b>	Ordinary

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	810	239608969	10	5233	820	239614202	97.39
Dissent	48	6428546	1	205	49	6428751	2.61
<b>Total</b>	<b>858</b>	<b>246037515</b>	<b>11</b>	<b>5438</b>	<b>869</b>	<b>246042953</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 8 of the Notice dated August 2, 2023, has been passed with requisite majority.*

<b>Special Business:</b>	
<b>Item No.</b>	9
<b>Subject Matter of Resolution</b>	To ratify the remuneration of the Cost Auditors for the Financial Year 2023-24:  “ <b>RESOLVED THAT</b> pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the Company hereby ratifies the remuneration of M/s. Dhananjay V. Joshi & Associates, Cost Accountants appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the Financial year 2023-24 at a remuneration of Rs. 40,000/- plus GST.”
<b>Type of Resolution</b>	Ordinary



Particulars	Remote e-Votes		Voting at AGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	834	243215882	10	5233	844	243221115	98.85
Dissent	27	2822008	1	205	28	2822213	1.15
<b>Total</b>	<b>861</b>	<b>246037890</b>	<b>11</b>	<b>5438</b>	<b>872</b>	<b>246043328</b>	<b>100</b>
Abstain	-	-	-	-	-	-	-

*Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 9 of the Notice dated August 2, 2023, has been passed with requisite majority.*


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

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

Place: Noida  
Date: 01.09.2023

For Kumar Naresh Sinha & Associates  
Company Secretaries



  
(CS Naresh Kumar Sinha)  
Proprietor  
PR: 610/2019  
FCS: 1807; CP No.: 14984  
FRN: S2015UP440500  
UDIN: F001807E000907866

Countersigned by:  
For RailTel Corporation of India Limited


  
Sanjai Kumar 01/09/23  
Chairman & Managing Director

**Annexure -A**

1. The e-votes cast through Remote e-voting and e-votes during the AGM on the resolutions stated in the notice dated **August 2, 2023**, of the 23<sup>rd</sup> Annual General Meeting of RailTel Corporation of India Limited (RAILTEL) held on 31<sup>st</sup> August 2023 at 11:30 Hours IST through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) were unblocked in our presence on 31<sup>st</sup> August 2023 at 13:08 Hours IST.

2. We are not in the employment of the Company.

Witnesses:

1.   
- 01.09.2023  
(Shri Mukesh Mishra)

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

2.   
- 01.09.2023  
(Ms. Sanya Chaurasia)

Add: K-602, 1<sup>st</sup> Avenue, Gaur City I, Gr. Noida West - 201306, U.P

