



HQ/CS/32 AGM/16561

09 August 2018

Sir,

**SUB: PROCEEDINGS AND VOTING RESULTS OF THE 32<sup>ND</sup> ANNUAL GENERAL MEETING (“AGM”) OF TATA COMMUNICATIONS LIMITED (“COMPANY”)**

It is hereby informed that the 32<sup>nd</sup> AGM of the Company was held on August 9, 2018 at Pama Thadhani Auditorium, Jai Hind College, ‘A’ Road, Churchgate, Mumbai – 400 020, at 1000 hours to transact the business as stated in the Notice of the AGM dated July 5, 2018.

In this regard, please find the following -

- a) Summary of the proceedings of the AGM of the Company in compliance with Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached as “Annexure 1”.
- b) The result of voting by Shareholders through remote e-voting and e-voting at the AGM venue is attached as “Annexure 2”.
- c) Scrutinizer’s Reports dated August 9, 2018, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is attached as “Annexure 3”.

Thanking you,  
For Tata Communications Limited

  
Manish Sansi  
Company Secretary &  
General Counsel (India)

To,

- 1) BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 (Security Code - 500483)
- 2) National Stock Exchange of India Limited. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 (Symbol - TATACOMM)

**TATA COMMUNICATIONS**  
Tata Communications Limited

Address : G Block, C 21 & 36, Bandra Kurla

Complex, Mumbai 400098

Regd. Office : VSB Mahatma Gandhi Road Fort Mumbai – 400 001

Tel: 91 22 6659 1966 Fax: 91 22 6725 1962 email: manish.sansi@tatacommunications.com

CIN no. : L64200MH1986PLC039266 web site: www.tatacommunications.com



Annexure 1

**SUB: SUMMARY OF PROCEEDINGS OF THE 32<sup>ND</sup> ANNUAL GENERAL MEETING OF TATA COMMUNICATIONS LIMITED (“COMPANY”) HELD ON AUGUST 9, 2018**

Venue : Pama Thadhani Auditorium, Jai Hind College, 'A' Road, Churchgate, Mumbai – 400 020

Time : 1000 hours

The Company Secretary welcomed all the Shareholders present and briefed the Shareholders on the safety and security arrangements at the venue. He then informed the Shareholders of the proxies and letters of authority received by the Company and placed the same on the table for inspection by Shareholders. The Company Secretary then informed for the benefit of the Shareholders who were present at the meeting and who had not cast their votes through remote e-voting, that the facility for voting at the meeting through electronic means had been arranged for at the venue. He further informed the Shareholders that Ms. Preeti Ghiya, Practicing Company Secretary, had been appointed as Scrutinizer for scrutinizing the remote e-voting process as also the voting at the meeting.

The requisite quorum being present, the Company Secretary requested Ms. Renuka Ramnath, the Chairperson of the Board, to take the Chair in pursuance of Article 49 of the Articles of Association of the Company.

With the permission of the Shareholders, the Notice was taken as read. The Company Secretary then read out the qualification in the Secretarial Auditor's Report and the Board's response thereto.

The Chairperson then addressed the Shareholders and informed them about the major developments, strategic direction and financial highlights of the Company. She then invited Mr. Vinod Kumar, the Managing Director and Group CEO to make a presentation on the affairs of the Company. Mr. Vinod Kumar made his presentation. Thereafter, the Chairperson requested the Shareholders to put forth their comments and queries on the performance of the Company and the queries raised by the Shareholders were duly replied by the Chairperson and the Managing Director & Group (CEO).

Thereafter, the following items of business as per the Notice of the Annual General Meeting dated July 5, 2018, were transacted at the meeting:

**TATA COMMUNICATIONS**  
Tata Communications Limited

Address : G Block, C 21 & 36, Bandra Kurla

Complex, Mumbai 400098

Regd. Office : VSB Mahatma Gandhi Road Fort Mumbai - 400 001

Tel: 91 22 6659 1966 Fax: 91 22 6725 1962 email: manish.sansi@tatacommunications.com

CIN no. : L64200MH1986PLC039266 web site: www.tatacommunications.com



| Item No. | Item Description  | Resolution Type | Result                         |
|----------|---|-----------------|--------------------------------|
| 1.       | Approval of Standalone and Consolidated Financial Statements of the Company for the financial year 2017 – 18 along with the Reports of Board of Directors and Auditors thereon. | Ordinary        | Passed with requisite majority |
| 2.       | Declaration of Dividend   | Ordinary        | Passed with requisite majority |
| 3.       | Appointment of Dr. Gopichand Katragadda (DIN: 02475721), who retires by rotation at this Annual General Meeting (“AGM”) and, being eligible, offers himself for reappointment.  | Ordinary        | Passed with requisite majority |
| 4.       | Ratification of appointment of Auditors   | Ordinary        | Passed with requisite majority |
| 5.       | Approval of remuneration of Cost Auditor  | Ordinary        | Passed with requisite majority |
| 6.       | Approval for amendments to the Objects Clause of the Memorandum of Association of the Company.  | Special         | Passed with requisite majority |
| 7.       | Approval for amendment of the Liability Clause of the Memorandum of Association of the Company.   | Special         | Passed with requisite majority |
| 8.       | Approval for amendments to the Articles of Association of the Company.  | Special         | Passed with requisite majority |

Thereafter, voting process was carried out at the venue.

The meeting concluded with a vote of thanks to the Chair.

For Tata Communications Limited

Manish Sansi  
Company Secretary &  
General Counsel (India)

**TATA COMMUNICATIONS**  
Tata Communications Limited

Address : G Block, C 21 & 36, Bandra Kurla

Complex, Mumbai 400098

Regd. Office : VSB Mahatma Gandhi Road Fort Mumbai – 400 001

Tel: 91 22 6659 1966 Fax: 91 22 6725 1962 email: manish.sansi@tatacommunications.com

CIN no. : L64200MH1986PLC039266 web site: www.tatacommunications.com



| <b>TATA COMMUNICATONS LIMITED</b>   |                  |
|---|------------------|
| <b>32nd Annual General Meeting</b>  |                  |
| <b>Voting Results</b>   |                  |
| <b>Date of the AGM</b>  | <b>09-Aug-18</b> |
| <b>Total number of shareholders on record date</b>                            | <b>60922</b>     |
| <b>No. of shareholders present in the meeting either in person or through</b> | <b>85</b>        |
| <b>Promoters and Promoter Group:</b>  | <b>10</b>        |
| <b>Public:</b>  | <b>75</b>        |
| <b>No. of shareholders attended the meeting through Video Conferencing:</b>   | <b>Nil</b>       |
| <b>Promoters and Promoter Group:</b>  |                  |
| <b>Public:</b>  |                  |

A handwritten signature in blue ink, appearing to be a stylized 'S' or similar character.



| Resolution 1 -   |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
|--|--------------------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|---|
| To receive, consider and adopt:  |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
| a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
| b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 along with the Report of the Auditors thereon.                                   |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
| Resolution required: (Ordinary / Special)  |                                |                          |                     |   | ORDINARY                 |                        |                                      |                                    |               |   |
| Whether promoter/ promoter group are interested in the agenda/resolution?  |                                |                          |                     |   | NO                       |                        |                                      |                                    |               |   |
| Promoter/Public  | Mode of Voting                 | Total 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 | Invalid Votes |   |
|  |                                | [1]                      | [2]                 | [3]=[2]/[1]*100                         | [4]                      | [5]                    | [6]=[4]/[2]*100                      | [7]=[5]/[2]*100                    | [8]           |   |
| 1  | Promoter and Promoter Group    | 213707378                | E-Voting            | 139260493                               | 65.16                    | 139260493              | 0                                    | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 74446885            | 34.84                                   | 74446885                 | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 213707378           | 100.00                                  | 213707378                | 0                      | 100.00                               | 0.00                               | 0             |   |
| 2  | Public - Institutional holders | 55029440                 | E-Voting            | 42086123                                | 76.48                    | 42086123               | 0                                    | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
| 3  | Public-Others                  | 16263182                 | E-Voting            | 36601                                   | 0.23                     | 36460                  | 141                                  | 99.61                              | 0.39          | 0 |
|  | Poll                           |                          | 10119               | 0.06                                    | 10119                    | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 46720               | 0.29                                    | 46579                    | 141                    | 99.70                                | 0.30                               | 0             |   |
| Total  |                                | 285000000                | E-Voting            | 181383217                               | 63.64                    | 181383076              | 141                                  | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 74457004            | 26.13                                   | 74457004                 | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 255840221           | 89.77                                   | 255840080                | 141                    | 100.00                               | 0.00                               | 0             |   |



TATA COMMUNICATIONS LIMITED

| Resolution 2 - Declaration of Dividend for the financial year 2017-18     |                                |                               |                     |   |                          |                        |                                      |                                    |      |      |               |
|---|--------------------------------|-------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|------|------|---------------|
| Resolution required: (Ordinary / Special)                                 |                                |                               |                     |   |                          |                        |                                      |                                    |      |      |               |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                               |                     |   | ORDINARY                 |                        |                                      |                                    |      |      |               |
| Promoter/Public   | Mode of Voting                 | Total No. of Shares Held      | No. of votes polled | NO                                      |                          |                        |                                      |                                    |      |      | Invalid Votes |
|   |                                |                               |                     | % 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      | [8]                                  | [9]                                | [10] | [11] |               |
| 1   | Promoter and Promoter Group    | E-Voting                      | 139260493           | 65.16                                   | 139260493                | 0                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Poll                          | 74446885            | 34.84                                   | 74446885                 | 0                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Postal Ballot (if applicable) | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0    |      |               |
|   |                                | Total                         | 213707378           | 100.00                                  | 213707378                | 0                      | 100.00                               | 0.00                               | 0    |      |               |
| 2   | Public - Institutional holders | E-Voting                      | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Poll                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0    |      |               |
|   |                                | Postal Ballot (if applicable) | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0    |      |               |
|   |                                | Total                         | 55029440            | 43129223                                | 78.37                    | 43129223               | 0                                    | 100.00                             | 0.00 | 0    |               |
| 3   | Public-Others                  | E-Voting                      | 37212               | 0.23                                    | 37211                    | 1                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Poll                          | 10119               | 0.06                                    | 10119                    | 0                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Postal Ballot (if applicable) | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0    |      |               |
|   |                                | Total                         | 16263182            | 47331                                   | 0.29                     | 47330                  | 1                                    | 100.00                             | 0.00 | 0    |               |
| Total   | Total                          | E-Voting                      | 182426928           | 64.01                                   | 182426927                | 1                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Poll                          | 74457004            | 26.13                                   | 74457004                 | 0                      | 100.00                               | 0.00                               | 0    |      |               |
|   |                                | Postal Ballot (if applicable) | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0    |      |               |
|   |                                | Total                         | 285000000           | 256883932                               | 90.13                    | 256883931              | 1                                    | 100.00                             | 0.00 | 0    |               |



**TATA COMMUNICATIONS LIMITED**

| Resolution 3 - Re-appointment of Dr. Gopichand Katragadda as Director     |                                |                          |                               |  |                          |                        |                                      |                                    |               |          |
|---|--------------------------------|--------------------------|-------------------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|----------|
| Resolution required: (Ordinary / Special)                                 |                                |                          |                               |  |                          |                        |                                      |                                    |               |          |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                          |                               |  |                          |                        |                                      |                                    |               |          |
| Promoter/Public   | Mode of Voting                 | Total No. of Shares Held | No. of votes polled           | ORDINARY                                 |                          |                        | % of Votes in favour on votes polled | % of Votes against on votes polled | Invalid Votes |          |
|   |                                |                          |                               | No of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against |                                      |                                    |               |          |
|   |                                | [1]                      | [2]                           | [3]=([2]/[1])*100                        | [4]                      | [5]                    | [6]=([4]/[2])*100                    | [7]=([5]/[2])*100                  | [8]           |          |
| 1   | Promoter and Promoter Group    | 213707378                | E-Voting                      | 139260493                                | 65.16                    | 139260493              | 0                                    | 100.00                             | 0.00          | 0        |
|   |                                |                          | Poll                          | 74446885                                 | 34.84                    | 74446885               | 0                                    | 100.00                             | 0.00          | 0        |
|   |                                |                          | Postal Ballot (if applicable) | 0  | 0.00                     | 0                      | 0                                    | 0.00                               | 0.00          | 0        |
|   |                                |                          | <b>Total</b>                  | 213707378                                | 100.00                   | 213707378              | 0                                    | 100.00                             | 0.00          | 0        |
| 2   | Public - Institutional holders | 55029440                 | E-Voting                      | 41927540                                 | 76.19                    | 21579871               | 20347669                             | 51.47                              | 48.53         | 0        |
|   |                                |                          | Poll                          | 0  | 0.00                     | 0                      | 0                                    | 0.00                               | 0.00          | 0        |
|   |                                |                          | Postal Ballot (if applicable) | 0  | 0.00                     | 0                      | 0                                    | 0.00                               | 0.00          | 0        |
|   |                                |                          | <b>Total</b>                  | 41927540                                 | 76.19                    | 21579871               | 20347669                             | 51.47                              | 48.53         | 0        |
| 3   | Public-Others                  | 16263182                 | E-Voting                      | 36574                                    | 0.22                     | 35748                  | 826                                  | 97.74                              | 2.26          | 0        |
|   |                                |                          | Poll                          | 10119                                    | 0.06                     | 10109                  | 10                                   | 99.90                              | 0.10          | 0        |
|   |                                |                          | Postal Ballot (if applicable) | 0  | 0.00                     | 0                      | 0                                    | 0.00                               | 0.00          | 0        |
|   |                                |                          | <b>Total</b>                  | 46693                                    | 0.29                     | 45857                  | 836                                  | 98.21                              | 1.79          | 0        |
| <b>Total</b>  |                                | <b>285000000</b>         | E-Voting                      | 181224607                                | 63.59                    | 160876112              | 20348495                             | 88.77                              | 11.23         | 0        |
|   |                                |                          | Poll                          | 74457004                                 | 26.13                    | 74456994               | 10                                   | 100.00                             | 0.00          | 0        |
|   |                                |                          | Postal Ballot (if applicable) | 0  | 0.00                     | 0                      | 0                                    | 0.00                               | 0.00          | 0        |
|   |                                |                          | <b>Total</b>                  | <b>255681611</b>                         | <b>89.71</b>             | <b>235333106</b>       | <b>20348505</b>                      | <b>92.04</b>                       | <b>7.96</b>   | <b>0</b> |



**TATA COMMUNICATONS LIMITED**

|  |                 |
|--|-----------------|
| <b>Resolution 4 - Ratification of appointment of Auditors</b>                    |                 |
| <b>Resolution required: (Ordinary / Special)</b>                                 | <b>ORDINARY</b> |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> | <b>NO</b>       |

**Ratification of appointment of Statutory Auditors.**

|              | Promoter/Public                | Mode of Voting                | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares<br>[3]=[2]/[1]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled<br>[6]=[4]/[2]*100 | % of Votes against on votes polled<br>[7]=[5]/[2]*100 | Invalid Votes |
|--------------|--------------------------------|-------------------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|---------------|
|              |                                |                               | [1]                      | [2]                 |  | [4]                      | [5]                    |   |   | [8]           |
| 1            | Promoter and Promoter Group    | E-Voting                      | 213707378                | 139260493           | 65.16  | 139260493                | 0                      | 100.00  | 0.00  | 0             |
|              |                                | Poll                          |                          | 74446885            | 34.84  | 74446885                 | 0                      | 100.00  | 0.00  | 0             |
|              |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|              |                                | <b>Total</b>                  |                          | 213707378           | 100.00   | 213707378                | 0                      | 100.00  | 0.00  | 0             |
| 2            | Public - Institutional holders | E-Voting                      | 55029440                 | 43129223            | 78.37  | 43129223                 | 0                      | 100.00  | 0.00  | 0             |
|              |                                | Poll                          |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|              |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|              |                                | <b>Total</b>                  |                          | 43129223            | 78.37  | 43129223                 | 0                      | 100.00  | 0.00  | 0             |
| 3            | Public-Others                  | E-Voting                      | 16263182                 | 36454               | 0.22   | 36245                    | 209                    | 99.43   | 0.57  | 0             |
|              |                                | Poll                          |                          | 10119               | 0.06   | 10119                    | 0                      | 100.00  | 0.00  | 0             |
|              |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|              |                                | <b>Total</b>                  |                          | 46573               | 0.29   | 46364                    | 209                    | 99.55   | 0.45  | 0             |
| <b>Total</b> |                                | E-Voting                      | <b>285000000</b>         | 182426170           | 64.01  | 182425961                | 209                    | 100.00  | 0.00  | 0             |
|              |                                | Poll                          |                          | 74457004            | 26.13  | 74457004                 | 0                      | 100.00  | 0.00  | 0             |
|              |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|              |                                | <b>Total</b>                  |                          | <b>256883174</b>    | <b>90.13</b>   | <b>256882965</b>         | <b>209</b>             | <b>100.00</b>   | <b>0.00</b>   | <b>0</b>      |





**TATA COMMUNICATIONS LIMITED**

**Resolution 5 - Approval of remuneration of Cost Auditor**

Resolution required: (Ordinary / Special)

**ORDINARY**

Whether promoter/ promoter group are interested in the agenda/resolution?

**NO**

**Ratification of Cost Auditor's Remuneration**

|       | Promoter/Public                | Mode of Voting                | Total No. of Shares Held | No. of votes polled | % of Votes Polled on outstanding shares<br>[3]=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled<br>[6]=[(4)/(2)]*100 | % of Votes against on votes polled<br>[7]=[(5)/(2)]*100 | Invalid Votes |
|-------|--------------------------------|-------------------------------|--------------------------|---------------------|--|--------------------------|------------------------|---|---|---------------|
|       |                                |                               | [1]                      | [2]                 |  | [4]                      | [5]                    |   |   | [8]           |
| 1     | Promoter and Promoter Group    | E-Voting                      | 213707378                | 139260493           | 65.16  | 139260493                | 0                      | 100.00  | 0.00  | 0             |
|       |                                | Poll                          |                          | 74446885            | 34.84  | 74446885                 | 0                      | 100.00  | 0.00  | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|       |                                | Total                         |                          | 213707378           | 100.00   | 213707378                | 0                      | 100.00  | 0.00  | 0             |
| 2     | Public - Institutional holders | E-Voting                      | 55029440                 | 43129223            | 78.37  | 43129223                 | 0                      | 100.00  | 0.00  | 0             |
|       |                                | Poll                          |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|       |                                | Total                         |                          | 43129223            | 78.37  | 43129223                 | 0                      | 100.00  | 0.00  | 0             |
| 3     | Public-Others                  | E-Voting                      | 16263182                 | 36554               | 0.22   | 35413                    | 1141                   | 96.88   | 3.12  | 0             |
|       |                                | Poll                          |                          | 10119               | 0.06   | 10119                    | 0                      | 100.00  | 0.00  | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|       |                                | Total                         |                          | 46673               | 0.29   | 45532                    | 1141                   | 97.56   | 2.44  | 0             |
| Total | Total                          | E-Voting                      | 285000000                | 182426270           | 64.01  | 182425129                | 1141                   | 100.00  | 0.00  | 0             |
|       |                                | Poll                          |                          | 74457004            | 26.13  | 74457004                 | 0                      | 100.00  | 0.00  | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00   | 0                        | 0                      | 0.00  | 0.00  | 0             |
|       |                                | Total                         |                          | 256883274           | 90.13  | 256882133                | 1141                   | 100.00  | 0.00  | 0             |



**TATA COMMUNICATIONS LIMITED**

**Resolution 6 - Approval for amendments to the Objects Clause of the Memorandum of Association of the Company**

Resolution required: (Ordinary / Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

**SPECIAL**

|       | Promoter/Public                | Mode of Voting                | Total No. of Shares Held | No. of votes polled | NO                                      |                          |                        | % of Votes in favour on votes polled | % of Votes against on votes polled | Invalid Votes |
|-------|--------------------------------|-------------------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|
|       |                                |                               |                          |                     | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes - against |                                      |                                    |               |
|       |                                |                               | [1]                      | [2]                 | [3]=([2]/[1])*100                       | [4]                      | [5]                    | [6]=([4]/[2])*100                    | [7]=([5]/[2])*100                  | [8]           |
| 1     | Promoter and Promoter Group    | E-Voting                      | 213707378                | 139260493           | 65.16                                   | 139260493                | 0                      | 100.00                               | 0.00                               | 0             |
|       |                                | Poll                          |                          | 74446885            | 34.84                                   | 74446885                 | 0                      | 100.00                               | 0.00                               | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |
|       |                                | Total                         |                          | 213707378           | 100.00                                  | 213707378                | 0                      | 100.00                               | 0.00                               | 0             |
| 2     | Public - Institutional holders | E-Voting                      | 55029440                 | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0             |
|       |                                | Poll                          |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |
|       |                                | Total                         |                          | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0             |
| 3     | Public-Others                  | E-Voting                      | 16263182                 | 36508               | 0.22                                    | 36387                    | 121                    | 99.67                                | 0.33                               | 0             |
|       |                                | Poll                          |                          | 10119               | 0.06                                    | 10119                    | 0                      | 100.00                               | 0.00                               | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |
|       |                                | Total                         |                          | 46627               | 0.29                                    | 46506                    | 121                    | 99.74                                | 0.26                               | 0             |
| Total |                                | E-Voting                      | 285000000                | 182426224           | 64.01                                   | 182426103                | 121                    | 100.00                               | 0.00                               | 0             |
|       |                                | Poll                          |                          | 74457004            | 26.13                                   | 74457004                 | 0                      | 100.00                               | 0.00                               | 0             |
|       |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |
|       |                                | Total                         |                          | 256883228           | 90.13                                   | 256883107                | 121                    | 100.00                               | 0.00                               | 0             |



**TATA COMMUNICATIONS LIMITED**

| Resolution 7 - Approval for amendment of the Liability Clause of the Memorandum of Association of the Company. |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
|--|--------------------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|---|
| Resolution required: (Ordinary / Special)  |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
| Whether promoter/ promoter group are interested in the agenda/resolution?                                      |                                |                          |                     |   |                          |                        |                                      |                                    |               |   |
| Promoter/Public  | Mode of Voting                 | Total No. of Shares Held | No. of votes polled | NO                                      |                          |                        | SPECIAL                              |                                    | Invalid Votes |   |
|  |                                |                          |                     | % 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      | [8]                                  |                                    |               |   |
| 1  | Promoter and Promoter Group    | 213707378                | E-Voting            | 139260493                               | 65.16                    | 139260493              | 0                                    | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 74446885            | 34.84                                   | 74446885                 | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 213707378           | 100.00                                  | 213707378                | 0                      | 100.00                               | 0.00                               | 0             |   |
| 2  | Public - Institutional holders | 55029440                 | E-Voting            | 43129223                                | 78.37                    | 43129223               | 0                                    | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0             |   |
| 3  | Public-Others                  | 16263182                 | E-Voting            | 36444                                   | 0.22                     | 36232                  | 212                                  | 99.42                              | 0.58          | 0 |
|  | Poll                           |                          | 10119               | 0.06                                    | 10119                    | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 46563               | 0.29                                    | 46351                    | 212                    | 99.54                                | 0.46                               | 0             |   |
| Total  |                                | 285000000                | E-Voting            | 182426160                               | 64.01                    | 182425948              | 212                                  | 100.00                             | 0.00          | 0 |
|  | Poll                           |                          | 74457004            | 26.13                                   | 74457004                 | 0                      | 100.00                               | 0.00                               | 0             |   |
|  | Postal Ballot (if applicable)  |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             |   |
|  | Total                          |                          | 256883164           | 90.13                                   | 256882952                | 212                    | 100.00                               | 0.00                               | 0             |   |



**TATA COMMUNICATIONS LIMITED**

| <b>Resolution 8 - Approval for amendments to the Articles of Association of the Company</b> |                                |                               |                          |                     |   |                          |                        |                                      |                                    |                |
|---|--------------------------------|-------------------------------|--------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|----------------|
| <b>Resolution required: (Ordinary / Special)</b>  |                                |                               |                          |                     |   |                          |                        |                                      |                                    | <b>SPECIAL</b> |
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>            |                                |                               |                          |                     |   |                          |                        |                                      |                                    | <b>NO</b>      |
|   | Promoter/Public                | Mode of Voting                | Total 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 | Invalid Votes  |
|   |                                |                               |                          |                     | [3]=[(2)/ (1)]*100                      |                          |                        | [4]                                  | [5]                                |                |
| 1   | Promoter and Promoter Group    | E-Voting                      | 213707378                | 139260493           | 65.16                                   | 139260493                | 0                      | 100.00                               | 0.00                               | 0              |
|   |                                | Poll                          |                          | 74446885            | 34.84                                   | 74446885                 | 0                      | 100.00                               | 0.00                               | 0              |
|   |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0              |
|   |                                | <b>Total</b>                  |                          | 213707378           | 100.00                                  | 213707378                | 0                      | 100.00                               | 0.00                               | 0              |
| 2   | Public - Institutional holders | E-Voting                      | 55029440                 | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0              |
|   |                                | Poll                          |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0              |
|   |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0              |
|   |                                | <b>Total</b>                  |                          | 43129223            | 78.37                                   | 43129223                 | 0                      | 100.00                               | 0.00                               | 0              |
| 3   | Public-Others                  | E-Voting                      | 16263182                 | 36574               | 0.22                                    | 36445                    | 129                    | 99.65                                | 0.35                               | 0              |
|   |                                | Poll                          |                          | 10119               | 0.06                                    | 10119                    | 0                      | 100.00                               | 0.00                               | 0              |
|   |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0              |
|   |                                | <b>Total</b>                  |                          | 46693               | 0.29                                    | 46564                    | 129                    | 99.72                                | 0.28                               | 0              |
| Total   |                                | E-Voting                      | 285000000                | 182426290           | 64.01                                   | 182426161                | 129                    | 100.00                               | 0.00                               | 0              |
|   |                                | Poll                          |                          | 74457004            | 26.13                                   | 74457004                 | 0                      | 100.00                               | 0.00                               | 0              |
|   |                                | Postal Ballot (if applicable) |                          | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0              |
|   |                                | <b>Total</b>                  |                          | 256883294           | 90.13                                   | 256883165                | 129                    | 100.00                               | 0.00                               | 0              |

**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,  
Opp Majas Bus Depot,  
JVLR, Jogeshwari East,  
Mumbai -400 060  
Tel : 40168040 Mobile : 98208 30294  
Email ID :preetighiya@hotmail.com

**SCRUTINIZER'S REPORT**

August 09, 2018

To,  
The Chairperson,  
Tata Communications Limited  
VSB, MG Road, Fort,  
Mumbai- 400 001

Dear Sir,

**SUB:** Consolidated Scrutinizer's Report on remote e-Voting and e-Voting by members of the Company at the 32<sup>nd</sup> Annual General Meeting (AGM) of Tata Communications Limited held at 10.00 A.M. on Thursday, August 9, 2018 at Pama Thadhani Auditorium, Jai Hind College, 'A' Road, Churchgate, Mumbai - 400 020.

I, Preeti Ghiya, Practicing Company Secretary, had been appointed by the Board of Directors of Tata Communications Limited, at their meeting held on May 10, 2018, as the Scrutinizer for the remote e-Voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 as well as the electronic voting process pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 at the 32<sup>nd</sup> Annual General Meeting of Tata Communications Limited ("the Company") held at 10.00 A.M. on Thursday, August 9, 2018 at Pama Thadhani Auditorium, Jai Hind College, 'A' Road, Churchgate, Mumbai - 400 020.

**Notice** - The Notice dated July 5, 2018 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 32<sup>nd</sup> Annual General Meeting of the Company.



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,  
Opp Majas Bus Depot,  
JVLR, Jogeshwari East,  
Mumbai -400 060  
Tel : 40168040 Mobile : 98208 30294  
Email ID :preetighiya@hotmail.com

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper - Free Press Journal and in a vernacular newspaper Navshakti having wide circulation, in their respective editions dated July 17, 2018.

As a Scrutinizer, I present herewith the Scrutinizer's Report on the votes cast "in favour" or "against" or abstained (invalid votes), in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facilities.

**Cut-off date** - The shareholders of the company holding shares as on the 'cut-off' date August 3, 2018 were entitled to vote on the resolutions (Item no 1 to 8 as set out in the Notice of the 32<sup>nd</sup> AGM of the Company).

**Remote e-Voting-**

- i) The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing remote e-Voting platform.
- ii) The remote e-Voting platform was open from Saturday, August 4, 2018 (9.00 a.m. IST) to Wednesday, August 8, 2018 (5.00 p.m. IST) (both days inclusive) and members holding shares either in physical form or in dematerialized form were required to cast their votes electronically, on the e-Voting platform provided by NSDL.
- iii) As prescribed under Rule 20 (4) (xiii) of the Companies ( Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of the general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id/Client Id, Folios and shareholding but not the manner in which they have voted.
- iv) Accordingly, NSDL, the remote e-Voting agency provided us with the names, DP Id/Client Id, Folios and shareholding of the members who had cast their votes through remote e-Voting.



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,  
Opp Majas Bus Depot,  
JVLR, Jogeshwari East,  
Mumbai -400 060  
Tel : 40168040 Mobile : 98208 30294  
Email ID :preetighiya@hotmail.com

- v) The Corporate members who had participated in the remote e-Voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-Voting.

**E-Voting at the AGM venue-**

- i) The Company had also provided the facility for e-voting at the AGM, and members, who had not cast their vote by remote e-voting, were allowed to exercise their right to vote at the meeting.

**On completion of voting at the meeting-**

- i) NSDL provided the list of members who had cast their votes along with their holding details and details of votes cast on the resolutions.
- ii) The votes were reconciled with the records maintained by the Company and NSDL with respect to authorizations/proxies lodged with the Company.
- iii) The votes cast under remote e-voting facility were unblocked in presence of two witnesses who were not in employment of the Company.

I have scrutinized and reviewed the remote e-voting process and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting platform i.e <https://www.evoting.nsdl.com> and the e-voting done at the venue of the AGM.

I now submit my Consolidated Report as under on the results of remote e-voting and e-voting at AGM venue with respect to each item on the agenda as set out in the Notice of the 32<sup>nd</sup> AGM dated July 5, 2018.



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,

Opp Majas Bus Depot,

JVLR, Jogeshwari East,

Mumbai -400 060

Tel : 40168040 Mobile : 98208 30294

Email ID :preetighiya@hotmail.com

**Resolution No. 1: Ordinary Resolution**

**Ordinary Business: Adoption of:**

- a. The audited standalone financial statements of the Company for the financial year ended March 31, 2018, together with the reports of the board of directors and auditors thereon; and
- b. The audited consolidated financial statements of the company for the financial year ended March 31, 2018 along with the report of the auditors thereon.

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 181383217         | 303                               | 181383076                | 99.99%                            | 3                            | 141                      | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0%                                | 0                   | 0                         |
| <b>Total</b>        | <b>255840221</b>  | <b>350</b>                        | <b>255840080</b>         | <b>100%</b>                       | <b>3</b>                     | <b>141</b>               | <b>0%</b>                         | <b>0</b>            | <b>0</b>                  |

**Resolution No. 2: Ordinary Resolution**

**Ordinary Business: Declaration of final dividend on equity shares for the financial year 2017-18**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426928         | 311                               | 182426927                | 99.99%                            | 1                            | 1                        | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883932</b>  | <b>358</b>                        | <b>256883931</b>         | <b>99.99%</b>                     | <b>1</b>                     | <b>1</b>                 | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |





**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,

Opp Majas Bus Depot,

JVLR, Jogeshwari East,

Mumbai -400 060

Tel : 40168040 Mobile : 98208 30294

Email ID :preetighiya@hotmail.com

**Resolution No. 3: Ordinary Resolution**

**Ordinary Business: Appointment of Dr. Gopichand Katragadda (DIN - 02475721), Director retiring by rotation as a Director of the Company**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 181224607         | 210                               | 160876112                | 88.77%                            | 90                           | 20348495                 | 11.23%                            | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 46                                | 74456994                 | 99.99%                            | 1                            | 10                       | 0.01%                             | 0                   | 0                         |
| <b>Total</b>        | <b>255681611</b>  | <b>256</b>                        | <b>235333106</b>         | <b>92.04%</b>                     | <b>91</b>                    | <b>20348505</b>          | <b>7.96%</b>                      | <b>0</b>            | <b>0</b>                  |

**Resolution No. 4: Ordinary Resolution**

**Ordinary Business: Ratification of appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants (Firm registration No. 101049W/E300004) as statutory auditors of the Company**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426170         | 302                               | 182425961                | 99.99%                            | 5                            | 209                      | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883174</b>  | <b>349</b>                        | <b>256882965</b>         | <b>99.99%</b>                     | <b>5</b>                     | <b>209</b>               | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,  
Opp Majas Bus Depot,  
JVLR, Jogeshwari East,  
Mumbai -400 060  
Tel : 40168040 Mobile : 98208 30294  
Email ID :preetighiya@hotmail.com

**Resolution No. 5: Ordinary Resolution**

**Special Business: Ratification of the remuneration of the cost auditor - Ms. Ketki D. Visariya**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426270         | 298                               | 182425129                | 99.99%                            | 10                           | 1141                     | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883274</b>  | <b>345</b>                        | <b>256882133</b>         | <b>99.99%</b>                     | <b>10</b>                    | <b>1141</b>              | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |

**Resolution No. 6: Special Resolution**

**Special Business: Amendment of the Objects Clause of the Memorandum of Association of the Company**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426224         | 303                               | 182426103                | 99.99%                            | 3                            | 121                      | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883228</b>  | <b>350</b>                        | <b>256883107</b>         | <b>99.99%</b>                     | <b>3</b>                     | <b>121</b>               | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,

Opp Majas Bus Depot,

JVLR, Jogeshwari East,

Mumbai -400 060

Tel : 40168040 Mobile : 98208 30294

Email ID :preetighiya@hotmail.com

**Resolution No. 7: Special Resolution**

**Special Business: Amendment of the Liability Clause of the Memorandum of Association of the Company**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426160         | 300                               | 182425948                | 99.99%                            | 6                            | 212                      | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883164</b>  | <b>347</b>                        | <b>256882952</b>         | <b>99.99%</b>                     | <b>6</b>                     | <b>212</b>               | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |

**Resolution No. 8: Special Resolution**

**Special Business: Amendment of the Articles of Association of the Company**

| Voting Method       | Total Valid Votes | Votes in favour of the resolution |                          |                                   | Votes against the resolution |                          |                                   | Invalid votes       |                           |
|---------------------|-------------------|-----------------------------------|--------------------------|-----------------------------------|------------------------------|--------------------------|-----------------------------------|---------------------|---------------------------|
|                     |                   | No of members voted               | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted          | No of votes cast(Shares) | % of total no of valid votes cast | No of members voted | No of votes cast (Shares) |
| Remote E-voting     | 182426290         | 305                               | 182426161                | 99.99%                            | 4                            | 129                      | 0.01%                             | 0                   | 0                         |
| E-Voting at the AGM | 74457004          | 47                                | 74457004                 | 100%                              | 0                            | 0                        | 0.00%                             | 0                   | 0                         |
| <b>Total</b>        | <b>256883294</b>  | <b>352</b>                        | <b>256883165</b>         | <b>99.99%</b>                     | <b>4</b>                     | <b>129</b>               | <b>0.01%</b>                      | <b>0</b>            | <b>0</b>                  |

All the resolutions have been passed with requisite majority.



**Preeti Ghiya**

Practicing Company Secretary

B-2503, Oberoi Splendor,

Opp Majas Bus Depot,

JVLR, Jogeshwari East,

Mumbai -400 060

Tel : 40168040 Mobile : 98208 30294

Email ID :preetighiya@hotmail.com

The relevant records relating to Remote E-voting and E-voting at the AGM are handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,



Preeti Ghiya

Practicing Company Secretary

CP No. 6157

