



Vindhya Telelinks Limited

Regd. Office : Udyog Vihar, P.O. Chorhata,

Rewa - 486 006 (M.P.) India.

Tel. : (07662) 400400 · Fax : (07662) 400591

E-Mail : headoffice@vtlrewa.com · Website : www.vtlrewa.com

PAN No. AAACV7757J · CIN No. L31300MP1983PLC002134

GSTIN : 23AAACV7757J2ZZ

VTL/CS/18-19/

01 AUGUST 2018

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J.Towers, Dalal Street,
Fort,
MUMBAI-400 001

The Manager,
Listing Department,
The National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI-400 051

Company's Scrip Code: 517015

Company's Scrip Code: VINDHYATEL EQ

Dear Sir,

Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the voting results at the Thirty Fifth Annual General Meeting of the Company held on Tuesday, 31st July, 2018 at 4.30 p.m. at the registered office of the Company situated at Udyog Vihar, P.O. Chorhata, Rewa (M.P.) – 486 006. The mode of voting was remote e-voting and poll at the Annual General Meeting. The details of the Voting Results is as under:

1.	Date of AGM	31st July, 2018
2.	Total number of shareholders on record date (as on 24th July, 2018)	10094
3.	No. of shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	10
	Public	57
4.	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	NIL
	Public	NIL



Works: i) Plot No. 1, Udyog Vihar, P.O. Chorhata, Rewa - 486 006 (M.P.)
ii) Plot No. 1-C & 1-D, Udyog Vihar, P.O. Chorhata, Rewa - 486 006 (M.P.)

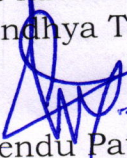
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The Agenda-wise Ordinary Resolutions passed by remote e-voting and poll at the AGM are given in Annexure 'A'.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
for Vindhya Telelinks Limited.


(Satyendu Pattnaik)
Company Secretary



Encl: As above.

VINDHYA TELELINKS LIMITED

ANNEXURE 'A'

Resolution 1:	Adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors 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	5157305	5129305	99.46	5129305	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		5129305		5129305	0	100.00	0.00
Public - Institutions	E-Voting	1335079	1085683	81.32	1085683	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		1085683		1085683	0	100.00	0.00
Public - Non Institutions	E-Voting	5358479	1812342	40.00	1811742	600	99.97	0.03
	Poll		330998		330998	0	100.00	0.00
	Total		2143340		2143340	600	99.97	0.03
Total		11850863	8358328	70.53	8357728	600	99.99	0.01

Resolution 2:	Declaration of Dividend on Equity Shares for the financial year ended March 31, 2018.							
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	5157305	5129305	99.46	5129305	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		5129305		5129305	0	100.00	0.00
Public - Institutions	E-Voting	1335079	1085683	81.32	1085683	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		1085683		1085683	0	100.00	0.00
Public - Non Institutions	E-Voting	5358479	1812342	40.00	1812342	0	100.00	0.00
	Poll		330998		330998	0	100.00	0.00
	Total		2143340		2143340	0	100.00	0.00
Total		11850863	8358328	70.53	8358328	0	100.00	0.00



[Handwritten Signature]

Resolution 3:	Re-appointment of Shri D.R.Bansal as a Director, who retires 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	5157305	5129305	99.46	5129305	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		5129305		0	100.00	0.00	
Public - Institutions	E-Voting	1335079	1085683	81.32	1084888	795	99.93	0.07
	Poll		0		0	0.00	0.00	
	Total		1085683		795	99.93	0.07	
Public - Non Institutions	E-Voting	5358479	1812342	40.00	1811742	600	99.97	0.03
	Poll		330998		0	100.00	0.00	
	Total		2143340		600	99.97	0.03	
Total		11850863	8358328	70.53	8356933	1395	99.98	0.02

Resolution 4:	Appointment of Shri Dilip Ganesh Karnik as a Director 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	5157305	5129305	99.46	5129305	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		5129305		0	100.00	0.00	
Public - Institutions	E-Voting	1335079	1085683	81.32	1084888	795	99.93	0.07
	Poll		0		0	0.00	0.00	
	Total		1085683		795	99.93	0.07	
Public - Non Institutions	E-Voting	5358479	1812342	40.00	1812342	0	100.00	0.00
	Poll		330998		0	100.00	0.00	
	Total		2143340		0	100.00	0.00	
Total		11850863	8358328	70.53	8357533	795	99.99	0.01



Resolution 5:	Ratification of Remuneration to be paid to Cost Auditors for the financial year ending March 31, 2019.							
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	5157305	5129305	99.46	5129305	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		5129305		5129305	0	100.00	0.00
Public - Institutions	E-Voting	1335079	1085683	81.32	1085683	0	100.00	0.00
	Poll		0		0	0	0.00	0.00
	Total		1085683		1085683	0	100.00	0.00
Public - Non Institutions	E-Voting	5358479	1812242	40.00	1812242	0	100.00	0.00
	Poll		330998		330998	0	100.00	0.00
	Total		2143240		2143240	0	100.00	0.00
Total		11850863	8358228	70.53	8358228	0	100.00	0.00



R. K. Mishra & Associates

Company Secretaries

Off : Shop No. 8, K.B. Complex, Near Bus Stand, Semariya Chowk, Satna (M.P.) 485001

E-mail : rachitfinance@gmail.com, cskishorgupta@gmail.com

Ph.: (07672) 229347, Mob.: 9425172829, 9827784739

Consolidated Scrutinizer's Report
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended] Date

To,

The Chairman of 35th Annual General Meeting of the Members of
Vindhya Telelinks Limited held on Tuesday, 31st July, 2018
at the Registered Office of the Company at Staff Club Building,
Udyog Vihar, P.O. Chorhata, Rewa (M.P.)-486006

Dear Sir,

1. I, Rajesh Kumar Mishra, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of Vindhya Telelinks Limited (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) in fair and transparent manner as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended for the resolutions set out in the Notice dated 23rd May, 2018 of the 35th Annual General Meeting of the members of Vindhya Telelinks Limited, held on 31st day of July, 2018 at 4.30 P.M. at the Registered Office of the Company at Staff Club Building, Udyog Vihar, P.O. Chorhata, Rewa (M.P.).
2. I and Shri Hemant Singh were appointed as Scrutinizers by the Board of Directors of the Company for the purpose of scrutinizing the voting through ballot process in fair and transparent manner at the 35th Annual General Meeting of the member of Company as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 23rd May, 2018 of the 35th AGM of the members of Vindhya Telelinks Limited, held on 31st day of July, 2018 at 4.30 P.M. at the Registered Office of the Company at Staff Club Building, Udyog Vihar, P.O. Chorhata, Rewa (M.P.).
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by poll paper at the AGM for the resolutions contained in the Notice of the 35th AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and Poll at the AGM is restricted to make a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above.



4. Separate Scrutinizer's Report dated 1st August, 2018 on the remote e- voting and Scrutinizers Report dated 1st August, 2018 on the poll have been issued on the resolutions contained in the notice of the AGM.
5. Based on reports generated from the e-voting website of CDSL and voting through poll at the 35th AGM, the consolidated report on the result of voting on each resolution are given hereunder:

Resolution No. 1: As an Ordinary Resolution

Description of Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1	99	8357728	99.99 %	6	600	0.01%	NIL	NIL

Resolution No. 2: As an Ordinary Resolution

Description of Resolution

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
2	105	8358328	100 %	NIL	NIL	NIL	NIL	NIL



Resolution No. 3: As an Ordinary Resolution**Description of Resolution**

RE-APPOINTMENT OF SHRI D. R. BANSAL (DIN: 00050612) AS A DIRECTOR, WHO RETIRES BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
3	98	8356933	99.98 %	7	1395	0.02%	NIL	NIL

Resolution No. 4: As an Ordinary Resolution**Description of Resolution**

APPOINTMENT OF SHRI DILIP GANESH KARNIK (DIN: 06419513) AS A DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
4	104	8357533	99.99 %	1	795	0.01%	NIL	NIL

Resolution No. 5: As a Ordinary Resolution**Description of Resolution**

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2019.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
5	104	8358228	100 %	NIL	NIL	NIL	NIL	NIL



6. No votes has been polled on 1701 equity shares lying in unclaimed suspense account in respect of which voting rights shall remain frozen till the rightful owner of such shares claim the shares.
7. The Register and all other papers relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 35th Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The ballot / poll paper and other relevant records were sealed and handover to the Company Secretary for safe keeping.

Thanking You,

Place: Rewa (M.P.)
Date: 1st August, 2018

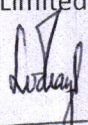
Yours faithfully,
For: - R.K. Mishra & Associates



Rajesh Kumar Mishra
(Partner)
CP No. 4433
FCS No. 5383

Countersigned by:
For Vindhya Telelinks Limited




Y.S. Lodha
Managing Director