

## TELECANOR GLOBAL LIMITED

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To,  
BSE Ltd.  
Department of Corporate Services  
25<sup>th</sup> Floor, P. J. Tower,  
Dalal Street,  
Mumbai – 400 001  
Script Code – 530595 (TELECANOR)

Date: 30<sup>th</sup> September' 2022

**Dear Sir/Madam,**

**Sub:** Gist of Proceedings of the 30<sup>th</sup> Annual General Meeting held on Friday, 30<sup>th</sup> September, 2022.

**Ref:** Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

This is to inform you that 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, the 30<sup>th</sup> day of September, 2022 at 10.00 A.M., at Bhandari layout Community Hall, Road No – 3B, Bhandari layout, Nizampet, Hyderabad - 500090.

Mrs. Pilli Swetha - Chairman (Non-executive) of the Company presided over the proceedings and welcomed the Members to the 30<sup>th</sup> AGM of the Company.

The Chairman informed that the required quorum was present and called the meeting in order. The Quorum was present throughout the meeting.

The Chairman then addressed the members and gave an overview of the financial performance of the Company for the Financial Year 2021-2022 and the general working operations of the Company and its future outlook.

The Chairman informed the members that 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 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to the members to vote on the matters transacted at the 30<sup>th</sup> AGM. Further, to facilitate the voting at Annual General Meeting to the members present thereat and who did not cast their vote earlier through remote e-voting, the Company provided ballot papers to enable them to vote in respect of items of business as set out in the Notice of Annual General Meeting. CS Praveen Sharma, Proprietor, Sharma Praveen & Associates, Practicing Company Secretary, Kolkata was appointed as the Scrutinizer for the E-voting process and conducting the voting process at the AGM by Ballot Papers.

The Chairman invited the members to raise questions, offer comments and seek clarifications on the Annual Report and Accounts or any of the items stated in the Notice of the 30<sup>th</sup> Annual General Meeting of the Company. Upon the members completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

The Chairman, then, requested CS Praveen Sharma Proprietor, Sharma Praveen & Associates, Practicing Company Secretary, Kolkata for an orderly conduct of voting through ballot papers.

The Chairman informed that the results of voting on each resolution shall be declared considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as through ballot and on the basis of the Consolidated Scrutinizer's Report.

The Chairman further informed that in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall submit to the Stock Exchange the details of the voting results in the prescribed format within forty-eight

hours of conclusion of the AGM and the results declared along with the Scrutinizer's Consolidated Report shall be placed on the Company's website at [www.telecanor.com](http://www.telecanor.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com)

Thereafter, the physical ballot exercise was conducted smoothly.

The Chairman thanked all the members for their presence and support and after the casting of the votes by all the members present, the 30<sup>th</sup> AGM stood closed.

**The following resolutions have been passed at the aforesaid AGM:**

**1. APPROVAL OF FINANCIAL STATEMENTS:**

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 including the audited Balance Sheet as at 31<sup>st</sup> March, 2022 and the Audited Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon by passing Ordinary resolution with requisite majority.

**2. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:**

The members hereby appointed M/s. SMV & Co., Chartered Accountants, Hyderabad (Firm's Registration No. 015630S) as Statutory Auditors of the Company to hold the office from the conclusion of 28<sup>TH</sup> AGM till the conclusion of the 33<sup>rd</sup> AGM of the Company to be held in the year 2025, subject to ratification by the members at every AGM held after this 30<sup>th</sup> AGM and authorized the Board of Directors to fix their remuneration by passing Ordinary resolution with requisite majority.

**3. To regularize the appointment of Mrs. Ratna Kumari Chiratanagandla (DIN: 07782747) as Non-Executive Independent Director of the Company:**

The Members approved the appointment of Mrs. Ratna Kumari Chiratanagandla (DIN: 07782747) as Non-Executive Independent Director of the Company.

**4. Increase in the Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013:**

The members approved and consented to Increase the Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

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

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,

**For Telecanor Global Ltd**



**Pilli Swetha**  
**Managing Director**  
**DIN No. 06397865**

# CS PRAVEEN SHARMA

Practising Company Secretary

9/12, Lal Bazar Street, Mercantile Building, Block – B, 3<sup>rd</sup> Floor, Room No. 3102  
Kolkata – 700001

Email:psassco@gmail.com

Tel: 033 – 4008 9235

## **Consolidated Scrutinizer's Report**

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,  
The Chairperson  
Telecanor Global Limited  
CS – 1, 6-3-626, Parameshwar  
Anand Nagar, Khairabad  
Hyderabad-500004

Dear Sir,

I, Praveen Sharma, Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of the Telecanor Global Limited ("the Company") for the purpose of:

- A.** Scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
- B.** Poll through ballot paper under the provisions of Section 109 of the Act read with Rules 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on 30<sup>th</sup> September, 2022 at Bhandari layout Community Hall, Road No – 3B, Bhandari layout, Nizampet, Hyderabad - 500090.

**2.** The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and rules relating to the voting through remote e-voting and Ballot Form and for the equity shareholders of the Company. My responsibility as a scrutinizer for the process of voting through remote e-voting and ballot form at the venue of the AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a scrutinizer's report for the votes casts in "favour" or "against" on the resolution proposed in the Notice of the 30<sup>th</sup> Annual General Meeting, based on the report generated from the e-voting system provided by the CDSL, the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 30<sup>th</sup> Annual General Meeting of the shareholders of the Company.

**3.** In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from Tuesday, 27<sup>th</sup> September, 2022 at 9:00 A.M to Thursday, 29<sup>th</sup> September, 2022 at 5:00 P.M and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.

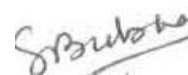
**4.** The Members of the Company as on "Cut-off date (record date) i.e. 23<sup>rd</sup> September, 2022 were entitled to vote on the resolutions.

**5.** At the end of the voting period on Thursday, 29<sup>th</sup> September, 2022 at 5:00 P.M. IST, the voting portal of the service provider was blocked forthwith.

**6.** The votes cast were unblocked on 30<sup>th</sup> September, 2022 in the presence of two witnesses, Amit Sharma and Sanjay Bubna who are not in the employment of the Company. They have signed below in Confirmation of the Votes being unblocked in their presence.



Amit Sharma



Sanjay Bubna

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7. Thereafter, the details containing interalia, list of the members, who voted “for” or “against” on each of the resolution that were derived from the ballot forms as received and the report generated from the e-voting website of the CDSL, and based on such reports.

8. I have issued Separate Scrutinizer’s Report dated 30<sup>th</sup> September, 2022 on the remote e-voting and on the poll conducted through ballot paper at the venue of the AGM on the resolution contained in the notice of the AGM. I submit herewith my consolidated Scrutinizer’s report on the result of voting by remote e-voting and poll conducted at the venue of the AGM as follows:

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> March, 2022 and the reports of the Directors’ and Auditors’ thereon.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,40,591	17,27,540	60.82	17,27,540	-	100.00	0.00
	Poll		11,02,348	38.81	11,02,348	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		-	28,29,888	99.62	28,29,888	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	85,50,323	21,989	0.26	21,989	1	100.00	0.00
	Poll		5,00,553	5.85	5,00,553	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		85,50,323	5,22,542	6.11	5,22,542	1	100.00
Total		1,13,90,914	33,52,430	29.43	33,52,430	1	100.00	0.00

2. To ratify the appoint M/s SMV & Co., (FRN No. 015630S) as Statutory Auditors of the company.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,40,591	17,27,540	60.82	17,27,540	-	100.00	0.00
	Poll		11,02,348	38.81	11,02,348	-	100.00	-
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		-	28,29,888	99.62	28,29,888	-	100.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	85,50,323	21,989	0.26	21,989	1	100.00	0.00
	Poll		5,00,553	5.85	5,00,553	-	100.00	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		85,50,323	5,22,542	6.11	5,22,542	1	100.00
Total		1,13,90,914	33,52,430	29.43	33,52,430	1	100.00	0.00

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3. To regularize the appointment of Mrs. Ratna Kumari Chiratanagandla (DIN: 07782747) as Non-Executive Independent Director of the Company.

Resolution: **Ordinary Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,40,591	17,27,540	60.82	17,27,540	-	100.00	0.00
	Poll		11,02,348	38.81	11,02,348	-	100.00	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	-	28,29,888	99.62	28,29,888	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	85,50,323	21,589	0.25	21,589	401	100.00	0.00
	Poll		5,00,553	5.85	5,00,553	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	85,50,323	5,22,142	6.11	5,22,142	401	100.00	0.00
Total		1,13,90,914	33,52,030	29.43	33,52,030	401	100.00	0.00

4. Increase in the Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

Resolution: **Special Resolution**

Whether Promoter/Promoter group interested in agenda/resolution						No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28,40,591	17,27,540	60.82	17,27,540	-	100.00	0.00
	Poll		11,02,348	38.81	11,02,348	-	100.00	-
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	-	28,29,888	99.62	28,29,888	-	100.00	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public Non-Institutions	E-Voting	85,50,323	21,589	0.25	21,589	401	100.00	0.00
	Poll		5,00,553	5.85	5,00,553	-	100.00	0.00
	Postal Ballot	-	N.A	N.A	N.A	N.A	N.A	N.A
	Total	85,50,323	5,22,142	6.11	5,22,142	401	100.00	0.00
Total		1,13,90,914	33,52,030	29.43	33,52,030	401	100.00	0.00

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Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

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

Thanking You,

Yours faithfully,

The image shows a handwritten signature of Praveen Sharma in black ink. To the right of the signature is a circular stamp. The stamp contains the text "Practising Company Secretary" around the perimeter, "Mem. No. A30365" in the center, and "CP No. 14501" below it.

**PRAVEEN SHARMA**

Practising Company Secretary

C.P.No. 14501

Mem. No. A30365

UDIN - **A030365D001106176**

Place: Kolkata

Date: 30<sup>th</sup> September, 2022