

RailTel/Sectt/21/SE/S-16

Date: May 26, 2023

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

**Sub: Proceedings of Meetings convened by Ministry of Corporate Affairs ("MCA") of the Equity Shareholders and Unsecured Creditors of RailTel Corporation of India Limited.
Ref:- Our Letter of even no. dated 24/04/2023.**

Dear Sir/Madam,

This is to inform that the meeting of equity shareholders and unsecured creditors of RailTel Corporation of India Limited was held today (i.e. on Friday, 26th May, 2023) as per details given below:-

Sr. No.	Class of Meeting	Day, Date and Time of Meeting	Mode
1	Equity Shareholders	Friday, 26 th May, 2023 at 11:30 Hrs (IST)	Through Video Conferencing/Other Audio Visual Means
2	Unsecured Creditors	Friday, 26 th May, 2023 at 12:30 Hrs (IST)	Physical

2. Pursuant to requirement of Part A of Schedule III read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the meeting of equity shareholders and unsecured creditors are being submitted herewith.

3. This is submitted for your information and record.

धन्यवाद,

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड के लिए

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

संलग्न: ऊपरोक्त अनुसार

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

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

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

CIN : L64202DL2000GOI107905

Registered & Corporate Office : Plate-A, 6th Floor, Office Block-2, East Kidwai Nagar, New Delhi-110023,
T : +91 11 22900615, F : +91 11 22900699
Website : www.railtelindia.com

Sub: Proceedings of Ministry of Corporate Affairs ("MCA") convened meeting of the Equity Shareholders of RailTel Corporation of India Limited held on Friday, May 26, 2023.

We are pleased to inform that the meeting of the Equity Shareholders of the Company, as directed by the MCA vide its order dated March 20, 2023 ("**Order**"), was held today i.e., on Friday, May 26, 2023, at 11:30 hrs (IST) through VC / OAVM ("**Meeting**").

2. Shri Sandeep Jain, Executive Director/ Planning (Civil & PSU), Railway Board, Ministry of Railways, who was appointed as the Chairperson of the Meeting as per the directions of Ld. MCA, chaired the Meeting.

3. Shri Suman Kumar Verma, of M/s. Kumar Naresh Sinha & Associates, Practising Company Secretaries, was appointed as a Scrutinizer for this Meeting to scrutinize the remote e-voting process as well e-voting at Meeting in a fair and transparent manner.

4. The Meeting commenced at 11:30 hrs with the requisite quorum.

5. The Company Secretary 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, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and other applicable regulations and pursuant to the Order, all the members had been provided the facility to vote by remote e-voting, which commenced from Monday, May 22, 2023 at 09:00 (hrs) till Thursday, May 25, 2023 at 17:00 (hrs). He further mentioned that those members who did not vote by remote e-voting were also provided a facility to cast their votes by e-voting during the time of Meeting. With the permission of the members, the notice of the Meeting was taken as read.

6. The following item of business as per notice of the Meeting was transacted:-

Item No.1:- To approve the scheme of amalgamation of M/s. RailTel Enterprises Limited, with and into RailTel Corporation of India Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 and the other applicable provisions thereof and applicable rules thereunder.

7. Subsequent to briefing of agenda item by the Company Secretary, those members who had pre-registered themselves as speaker with the Company to raise their queries/express their views were invited. Out of those pre-registered Speakers, 2 nos. of pre-registered Members spoke at the meeting. On a query of a shareholder, Shri Sanjai Kumar, Chairman & Managing Director, *inter-alia*, briefed the implications, benefits and objectives of the Scheme of Amalgamation.

8. The Company Secretary requested the members to vote on the resolution by way of e-voting facility available at the time of the Meeting. Thereafter, the Company Secretary thanked the members for participating in the Meeting and informed that combined results of remote e-voting and e-voting at the time of the Meeting will be announced and displayed on the website of the Company and will also be submitted to the stock exchanges in pursuance to the Listing Regulations.



9. The Meeting concluded at 11:50 hrs with vote of thanks by Shri V. Rama Manohara Rao, Director (Finance). The Facility for e-voting remained open for 15 minutes after conclusion of the meeting to enable the members to cast their vote.

10. Further, it is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 read with relevant circulars issued by Securities and Exchange Board of India and Ministry of Corporate affairs.



A handwritten signature in blue ink, appearing to read 'JS Marwah'.

JS Marwah
Compliance Officer & Company Secretary
RailTel Corporation of India Limited

Date:- 26/05/2023

Place:- Delhi

Sub: Proceedings of Ministry of Corporate Affairs ("MCA") convened meeting of the Unsecured Creditors of RailTel Corporation of India Limited held on Friday, May 26, 2023.

The meeting of the Unsecured Creditors of the Company as on September 30, 2023 whose debt value was more than Rs. 10,00,000/- (Rupees Ten Lakhs only), as directed by the MCA vide its order dated March 20, 2023 ("**Order**"), was held today i.e., on Friday, May 26, 2023, at 12:30 hrs (IST) at the Registered & Corporate Office of the Company at Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar, New Delhi-110023 ("**Meeting**").

2. Shri Sandeep Jain, Executive Director/ Planning (Civil & PSU), Railway Board, Ministry of Railways who was appointed as the Chairperson of the Meeting as per the directions of Ld. MCA, chaired the meeting.
3. Shri Suman Kumar Verma, M/s. Kumar Naresh Sinha & Associates, Practising Company Secretaries, was appointed as a Scrutinizer for this Meeting to scrutinize the voting process at Meeting in a fair and transparent manner.
4. The Meeting commenced at 12:30 hrs with the requisite quorum as mentioned in the Order.
5. The notice of the meeting was taken as read.
6. The following item of business as per notice of the meeting was transacted:-

Item No.1:- To approve the scheme of amalgamation of M/s. RailTel Enterprises Limited, with and into RailTel Corporation of India Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 and the other applicable provisions thereof and applicable rules thereunder.

7. The Company Secretary requested the Unsecured Creditors to vote on the resolution by way of poll through ballot papers. Thereafter, the Company Secretary thanked the unsecured creditors for participating in the meeting and informed that results of the meeting will be announced and displayed on the website of the Company and will also be submitted to the stock exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**").

8. The meeting concluded at 12:45 Hrs upon Unsecured Creditors submitting their ballot papers with vote of thanks by Shri V. Rama Manohara Rao, Director (Finance).



JS Marwah
Compliance Officer & Company Secretary
RailTel Corporation of India Limited

Date:- 26/05/2023

Place:- Delhi