

RailTel/Sectt/21/SE/S-16

Date: August 22, 2025

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

**Sub:- Submission of voting results of the 25<sup>th</sup> Annual General Meeting along with report of the Scrutinizer.**

**Ref:- Our Letter of even no. dated 25/07/2025 and 20/08/2025.**

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the results of voting (remote e-voting as well as e-voting during AGM) in the prescribed format for the resolutions proposed at the 25<sup>th</sup> Annual General Meeting of the Company which was held on Wednesday, 20<sup>th</sup> August, 2025 at 11:30 Hrs (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) along with the Report of the Scrutinizer. The voting results are placed at **Annexure-I** and the Scrutiniser Report is placed at **Annexure-II**.

2. The voting results and report of Scrutinizer are also available on the website of the company at <http://www.railtel.in/>.

3. This is submitted for your information and record.

धन्यवाद,

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड के लिए

जे. एस. मारवाह

कंपनी सचिव एवं अनुपालन अधिकारी

सदस्यता संख्या – एफ सी एस 8075

**संलग्न: उपरोक्त अनुसार**

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

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

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड, भारत सरकार (रेल मंत्रालय) का उपक्रम

CIN : L64202DL2000GOI107905

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

T : +91 11 22900600, F +91 11 22900699 | Website : [www.railtelindia.com](http://www.railtelindia.com)

## RAILTEL CORPORATION OF INDIA LIMITED

Voting result of the ANNUAL GENERAL MEETING of the Company Held on August 20, 2025

Date of AGM	20-Aug-25
Total No. of shareholders as on Record Date	520723
No of shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	NA
No of shareholders attended the meeting through Video Conferencing Promoters and Promoters Group Public	1+94+2 = 97

Detail of the Agenda:

Item No. 1	To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Board of Directors and Auditors thereon and the Comments of the Comptroller & Auditor General ("C&AG")							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
Public - Non Institutional holders	E-Voting	84558908	10423132	12.3265	10422265	867	99.9917	0.0083
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10424146	12.3277	10423279	867	99.9917	0.0083
G-TOTAL		320938407	245323012	76.4393	245138574	184438	99.9248	0.0752

Item No. 2	To confirm the payment of Interim Dividend for the Financial Year 2024-25 and to declare the Final Dividend for the Financial Year 2024-25							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
Public - Non Institutional holders	E-Voting	84558908	10423142	12.3265	10422412	730	99.9930	0.0070
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10424156	12.3277	10423426	730	99.9930	0.0070
G-TOTAL		320938407	245323022	76.4393	245138721	184301	99.9249	0.0751

Item No. 3	To appoint a Director in place of Shri Manoj Tandon, Director/Project, Operation & Maintenance (DIN: 10044053), who retires by rotation and being eligible, offers himself for re-appointment							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
Public - Non Institutional holders	E-Voting	84558908	10422066	12.3252	1211617	9210449	11.6255	88.3745
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	84558908	10423080	12.3264	1212631	9210449	11.6341	88.3659
<b>G-TOTAL</b>		320938407	245321946	76.4389	235927926	9394020	96.1707	3.8293

Item No. 4	To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by C&AG of India for the Financial Year 2025-26							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	1113828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	1113828	0	100.0000	0.0000
Public - Non Institutional holders	E-Voting	84558908	10422866	12.3262	10420984	1882	99.9819	0.0181
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10423880	12.3274	10421998	1882	99.9819	0.0181
G-TOTAL		320938407	245322746	76.4392	245320864	1882	99.9992	0.0008

Item No. 5	Re-appointment of Dr. Subhash Sharma (DIN: 05333124) as Part-time Non-Official/ Independent Director not liable to retire by rotation							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	713882	399946	64.0927	35.9073
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	713882	399946	64.0927	35.9073
Public - Non Institutional holders	E-Voting	84558908	10422066	12.3252	4610939	5811127	44.2421	55.7579
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10423080	12.3264	4611953	5811127	44.2475	55.7525
G-TOTAL		320938407	245321946	76.4389	239110873	6211073	97.4682	2.5318

Item No. 6	Appointment of Smt. Asha Sharma (DIN: 11104989) as Part-time Non-Official/ Independent Director, not liable to retire by rotation							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	713882	399946	64.0927	35.9073
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	2594461	1113828	42.9310	713882	399946	64.0927	35.9073
Public - Non Institutional holders	E-Voting	84558908	10422066	12.3252	5567967	4854099	53.4248	46.5752
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	<b>TOTAL</b>	84558908	10423080	12.3264	5568981	4854099	53.4293	46.5707
<b>G-TOTAL</b>		320938407	245321946	76.4389	240067901	5254045	97.8583	2.1417



Item No. 7	Appointment of Secretarial Auditor of the Company							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	930257	183571	83.5189	16.4811
Public - Non Institutional holders	E-Voting	84558908	10423066	12.3264	10421925	1141	99.9891	0.0109
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10424080	12.3276	10422939	1141	99.9891	0.0109
G-TOTAL		320938407	245322946	76.4393	245138234	184712	99.9247	0.0753

Item No. 8	Ratification of the remuneration of the Cost Auditors for the Financial Year 2025-26							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held	No. of votes Polled	% of votes Polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	233785038	233785038	100.00	233785038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	233785038	233785038	100.0000	233785038	0	100.0000	0.0000
Public - Institutional holders	E-Voting	2594461	1113828	42.9310	1113828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	2594461	1113828	42.9310	1113828	0	100.0000	0.0000
Public - Non Institutional holders	E-Voting	84558908	10422016	12.3252	10419381	2635	99.9747	0.0253
	Poll		1014	0.0012	1014	0	100.0000	0.0000
	Postal Ballot (if Any)		NA	NA	NA	NA	NA	NA
	TOTAL	84558908	10423030	12.3264	10420395	2635	99.9747	0.0253
G-TOTAL		320938407	245321896	76.4389	245319261	2635	99.9989	0.0011



**Balika Sharma And Associates**  
**Company Secretaries**

**Annexure-II**

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

**Consolidated Scrutinizer(s) Report**

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

To,  
The Chairperson  
RailTel Corporation of India Limited  
CIN: L64202DL2000GOI107905  
Plate-A, 6<sup>th</sup> Floor, Office Block Tower-2,  
East Kidwai Nagar, New Delhi-110023

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-voting and E-voting at the Annual General Meeting conducted 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 for the 25<sup>th</sup> Annual General Meeting (the "AGM") of the Equity Shareholders of RailTel Corporation of India Limited ( "the Company") held on Wednesday, 20<sup>th</sup> August, 2025 at 11:30 A.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').

1. I, Balika Sharma, Proprietor of Balika Sharma & Associates, Practicing Company Secretary, (Membership No FCS 4816/ C.P. No. 3222) have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Remote E-Voting and Voting through Electronic System during the AGM as per the provisions of Section 108 of the Companies Act, 2013 ( 'the Act' ) read with the Rules 20 of the Companies (Management and Administration) Rules, 2014 ( 'MGT Rules' ) read with amendment thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations' ) on the businesses contained in Notice of the 25<sup>th</sup> AGM of the Company.

Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022, No. 10/2022 dated December 28, 2022, No.09/2023 dated September 25, 2023 and Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), the Company has convened the 25<sup>th</sup> Annual General Meeting ('AGM') through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its Circular No. SEBI/HO/CFD/CFD-PoD-

GST No. : 07AMAPS 9564 KJZE



Membership No. 4816, C. P. No. 3222





**Balika Sharma And Associates**  
**Company Secretaries**

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

2/P/CIR/2024/133 dated 3rd October, 2024 and other applicable circulars issued in this regard (collectively 'SEBI Circulars'), have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the 25<sup>th</sup> AGM, the Company availed services of National Securities Depository Limited ('NSDL') and provided remote e-voting facility and facility of electronic voting at the time of AGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and Listing Regulations on the businesses set out in the Notice of the 25<sup>th</sup> AGM. My responsibility as a Scrutinizer is restricted in making a Consolidated Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of AGM, based on the reports generated from the e-voting system of NSDL, the authorized agency engaged by the Company.
4. The Remote E-Voting period to facilitate E-Voting by equity shareholders of the Company as at the "cut-off date" of Wednesday, 13<sup>th</sup> August, 2025 commenced on Saturday, 16<sup>th</sup> August, 2025 at 9:00 a.m. (IST) and ended on Tuesday, 19<sup>th</sup> August, 2025 at 5:00 p.m. (IST) and the NSDL E-Voting platform was blocked thereafter.
5. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. After the conclusion of e-voting at the Annual General Meeting, the votes cast through Remote E-Voting/ E-voting were then unblocked in the presence of two witnesses Ms. Surbhi Sharma (House No 90, 3<sup>rd</sup> Floor, Pocket-28, Sector-24, Rohini, Delhi-110085) and Ms. Pushpa Joshi (House No. 22, 2<sup>nd</sup> Floor, Pocket B/-5, Sector-17, Rohini, Delhi-110085), who are not in the employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.

1. Name: Surbhi Sharma ..... 
2. Name: Pushpa Joshi ..... 







*Balika Sharma And Associates*  
*Company Secretaries*

*Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

7. The Company had also provided E-Voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, 13<sup>th</sup> August, 2025 were entitled to vote on the resolutions as contained in the Notice of the AGM. The NSDL e-voting platform was re-opened during the AGM and kept open for 15 minutes after the AGM.
8. The votes cast under remote e-voting and e-voting facility were unblocked. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the NSDL E-Voting system.

**Responsibility of the Management**

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means for the resolutions stated in the Notice dated 25<sup>th</sup> July, 2025.

**Responsibility as a Scrutinizer**

Our responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of 25<sup>th</sup> Annual General Meeting dated 25<sup>th</sup> July, 2025 based on the reports generated from the e-voting system provide by National Securities Depository Limited (NSDL), the authorised agency engaged by the Company for providing e-voting facility.

As a Scrutinizer, the report of the e-voting carried by the shareholders was duly compiled.

I now submit the Consolidated Report as under on the Result of the remote e-voting and e-voting in respect of the said resolutions:





**Balika Sharma And Associates**  
**Company Secretaries**

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Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

**RESOLUTION NO. 1: ORDINARY RESOLUTION**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 together with the Report of the Board of Directors and Auditors thereon and the Comments of the Comptroller & Auditor General ("C&AG") of India thereon:

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	912	245323012	100
Total Number of Votes against the resolution	33	184438	0.075
Total Number of Votes in favour of Resolution	879	245138574	99.925

Therefore, the Resolution No. 1 has been approved with requisite majority.

**RESOLUTION 2: ORDINARY RESOLUTION**

To confirm the payment of Interim Dividend for the Financial Year 2024-25 and to declare the Final Dividend for the Financial Year 2024-25:

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	913	245323022	100
Total Number of Votes against the resolution	31	184301	0.075
Total Number of Votes in favour of Resolution	882	245138721	99.925

Therefore, the Resolution No. 2 has been approved with requisite majority.

GST No. : 07AMAPS 9564 K1ZE

Membership No. 4816, C. P. No. 3222





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**RESOLUTION 3: ORDINARY RESOLUTION**

To appoint a Director in place of Shri Manoj Tandon, Director/Project, Operation & Maintenance (DIN: 10044053), who retires by rotation and being eligible, offers himself for re-appointment:

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	909	245321946	100
Total Number of Votes against the resolution	119	9394020	3.829
Total Number of Votes in favour of Resolution	790	235927926	96.171

Therefore, the Resolution No. 3 has been approved with requisite majority.

**RESOLUTION 4: ORDINARY RESOLUTION**

To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by C&AG of India for the Financial Year 2025-26:

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	909	245322746	100
Total Number of Votes against the resolution	26	1882	0.001
Total Number of Votes in favour of Resolution	883	245320864	99.999

Therefore, the Resolution No. 4 has been approved with requisite majority.

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**RESOLUTION 5: SPECIAL RESOLUTION**

**Re-appointment of Dr. Subhash Sharma (DIN: 05333124) as Part-time Non-Official/  
Independent Director not liable to retire by rotation:**

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	915	245321946	100
Total Number of Votes against the resolution	127	6211073	2.532
Total Number of Votes in favour of Resolution	788	239110873	97.468

Therefore, the Resolution No. 5 has been approved with requisite majority.

**RESOLUTION 6: SPECIAL RESOLUTION**

**Appointment of Smt. Asha Sharma (DIN: 11104989) as Part-time Non-Official/  
Independent Director, not liable to retire by rotation:**

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	915	245321946	100
Total Number of Votes against the resolution	123	5254045	2.142
Total Number of Votes in favour of Resolution	792	240067901	97.858

Therefore, the Resolution No. 6 has been approved with requisite majority.

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**RESOLUTION 7: ORDINARY RESOLUTION**

**Appointment of Secretarial Auditor of the Company:**

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	910	245322946	100
Total Number of Votes against the resolution	36	184712	0.075
Total Number of Votes in favour of Resolution	874	245138234	99.925

Therefore, the Resolution No. 7 has been approved with requisite majority.

**RESOLUTION 8: ORDINARY RESOLUTION**

**Ratification of the remuneration of the Cost Auditors for the Financial Year 2025-26:**

Particulars	No. of Members who cast their Votes	No. Equity Shares of the Nominal value of Rs.10/-each (No. of Votes)	% of Total Votes Received
Total Votes received by electronic mode (Remote e-voting and e-voting at AGM)	908	245321896	100
Total Number of Votes against the resolution	26	2635	0.001
Total Number of Votes in favour of Resolution	882	245319261	99.999

Therefore, the Resolution No. 8 has been approved with requisite majority.



GST No. : 07AMAPS 9564 K1ZE

Membership No. 4816, C. P. No. 3222



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9. The electronic data and E-Voting Registers including other relevant records shall remain in my custody until the Chairperson considers, approves and sign the Minutes of the aforesaid AGM and thereafter I shall hand over the said Registers and records to the Company Secretary/ Director authorized by the Board for safe keeping.
10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairperson of the 25<sup>th</sup> Annual General Meeting of the Company to announce the result of the meeting.

Thanking you,

Yours faithfully

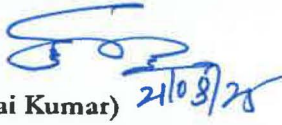
For Balika Sharma & Associates

  
Balika Sharma  
Practising Company Secretary  
C. P. No.: 3222  
M.NO. FCS 4816  
Peer Review Certificate No. 5813/2024  
Unique Identification No. S2007DE097200  
UDIN: F004816G001052720



Place: New Delhi  
Date: 21.08.2025

Counter Signed by:  
For RailTel Corporation of India Limited

  
(Sanjai Kumar)  
Chairman & Managing Director

GST No. : 07AMAPS 9564 K1ZE

Membership No. 4816, C. P. No. 3222