

To,  
The Chairperson,  
Telecanor Global Limited  
Parameshwara, 6-3-626, Anandnagar, Khairtabad,  
Hyderabad, Telangana – 500004.

***Scrutinizer's Report pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 –E-voting & Poll at the Annual General Meeting of Telecanor Global Limited held on June ,30 2016.***

**Appointment as Scrutinizer:**

I, B V Saravana Kumar, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Telecanor Global Limited (“the Company”) for the remote e-voting and Poll to be conducted at the Twenty Fourth Annual General Meeting (AGM) of the Company held on Thursday, June 30, 2016 at 9:45 AM at GHMC Community Hall, New Ashok Nagar Secunderabad-500048, Telangana.

**Dispatch of Notice convening the Meeting:**

The Company has informed that, on the basis of the Register of Members maintained by the Registrar and Transfer Agents of the Company and the List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the company completed dispatch of the Notice of the AGM:

**Cut-off Date:**

The Voting rights were reckoned as on Friday, May 27, 2016, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

**Remote E-voting:**

**Agency:** The Company had appointed M/s. Purva Shareregistry India Private Limited (Purva) as the agency for providing the remote e-voting platform.

**Remote e-voting:** Remote e-voting platform was open from 9 AM ( IST) on Monday, June 27, 2016 to 5 PM (IST) on Wednesday, June 29, 2016 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by Purva.

**Voting at the AGM:**

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 AGM, I had access after closure of period of remote e-voting and before the start of AGM, to such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.



Accordingly, Purva, the e-voting Agency provided us with the names, DP id /folio numbers and shareholding of the members who had cast their votes through remote e-voting. The Company provided Voting at the meeting by ballot.

The Company's Management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-voting on the resolutions contained in the Notice dated 27<sup>th</sup> May, 2016 to shareholders of the Company.

As a Scrutinizer E-voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions based on the E-voting of shareholders of the Company and the reports generated from the E-voting system provided by Purva Shareregistry India Private Limited and for the ballot or polling paper.

### Counting Process

On completion of voting at the AGM, Purva provided me with the List of members who had cast their votes, with their holding details and details of vote on each of the Resolutions.

The votes were reconciled with the records maintained by the Company and Registrar & Share Transfer Agents with respect to the authorizations / proxies lodged with the Company.

I unblocked the remote e-voting results on the Purva E-voting platform before two witnesses who are not in employment of the Company and downloaded the e-voting results. They witnesses have also signed this Report in confirmation of the votes being unblocked in their presence. Required data was provided by Purva on the e-voting and Poll conducted at the AGM Venue

### Results

I observed that: 9 Members had cast their votes through remote e-voting 12 Members/ Proxies have cast their votes through Poll.

The consolidated Results with respect to each items on the agenda as set out in the Notice of the Twenty Fourth AGM dated 27<sup>th</sup> May, 2016 is enclosed.

Based on the aforesaid results, 4 Ordinary Resolutions Items 1 to 4 and 4 Special Resolutions Items 5 to 8 as contained of the Notice dated 27<sup>th</sup> May, 2016, have been passed with Requisite majority.

Soft copy of the List of members, for Ballot/Poll Paper Voting both voting at the AGM as well as remote e-voting containing the details of members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the

For B.V. Saravana Kumar & Co the Company.

Company Secretaries


B.V. Saravana Kumar  
Company Secretary  
A.No. 20944, CP.No. 11727

Date: June 30, 2016  
Place: Hyderabad



Witnesses:

1.

  
Bharathi

2.

  
D. SRINIVAS

## Consolidated Results

Item No. 1 –To receive, consider and adopt the audited Balance Sheet as at March 31<sup>st</sup> 2016, Statement of Profit and Loss, Cash Flow Statement for the year ended on that date and the Auditor's Report thereon and the Directors' Report thereto:

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary resolution as contained in Item No. 1 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority



B V Saravana Kumar

Date: June 30, 2016.

Place: Hyderabad



## Consolidated Results

Item No. 2 – To appoint a Director in place of Mr. D Seenu Reddy (DIN 01556700), who retires by rotation and, being eligible, offers himself for reappointment

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary resolution as contained in Item No. 2 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority

*B. V. Saravana Kumar*

B V Saravana Kumar

Date: June 30, 2016.

Place: Hyderabad




## Consolidated Results

Item No. 3 –Appointment of M/s Gopal & Rajan, Chartered Accountants (Firm Regn. No. 000953S) as Statutory Auditors of the Company

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary resolution as contained in Item No. 3 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority

  
B V Saravana Kumar

Date: June 30, 2016.  
Place: Hyderabad



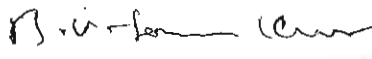
## Consolidated Results

### Item No. 4 – To Appoint Mr. R Kameswara Rao as the Director of the Company

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary resolution as contained in Item No. 4 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority

  
B V Saravana Kumar

Date: June 30, 2016.  
Place: Hyderabad



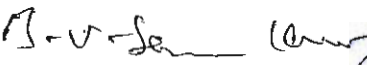
## Consolidated Results

Item No. 5 – To Appoint Ms. P Swetha as Managing Director of the Company for a period of one year

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
Total	2172563	633923	2806486	2172563	633923	2806486	100%

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Special resolution as contained in Item No. 5 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority

  
B V Saravana Kumar

Date: June 30, 2016.  
Place: Hyderabad




Consolidated Results -

Item No. 6 – To shift the registered office of the Company within local limits

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Special resolution as contained in Item No. 6 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority



B V Saravana Kumar

Date: June 30, 2016.

Place: Hyderabad





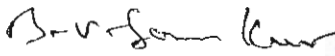
## Consolidated Results

Item No. 7 – to allot Equity Shares to Promoter and Non Promoter group subject to SEBI on Preferential Basis.

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Special resolution as contained in Item No. 7 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority

  
B V Saravana Kumar

Date: June 30, 2016.  
Place: Hyderabad



## Consolidated Results

Item No. 8 – Ratification of deemed cancellation of earlier resolution passed in the EGM on 08/03/2014

	Number of Members / Proxies			Number of votes contained in			% of Votes polled
	Remote E-voting (Members Only)	Poll Paper (Members/ Proxy)	Total	Remote E-voting (Members Only)	Poll Paper (Members / Proxy)	Total	
No. of votes cast in favour/ Assent	2172563	633923	2806486	2172563	633923	2806486	100%
No. of votes cast against / Dissent	-	-	-	-	-	-	
No. of votes abstained*	-	-	-	-	-	-	
No. of votes invalid	-	-	-	-	-	-	
<b>Total</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>2172563</b>	<b>633923</b>	<b>2806486</b>	<b>100%</b>

\* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Special resolution as contained in Item No. 8 of the AGM Notice of the Company dated 27<sup>th</sup> May, 2016 has been passed with Requisite majority



**B V Saravana Kumar**

Date: June 30, 2016.

Place: Hyderabad

