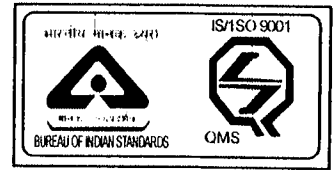




TAMILNADU TELECOMMUNICATIONS LIMITED

(A Joint venture of TCIL, a Govt. of India Enterprise & TIDCO, a Govt. of Tamilnadu Enterprise)

OPTICAL FIBRE CABLE DIVISION



Works : E18B-24, CMDA Industrial Complex, Maraimalai Nagar - 603 209. Phone : (044) 27451095, 27453881, 27452406, Telefax : +91- 44-27454768
CIN : L32201TN1988PLC015705, TIN : 33931603184, CST : 801114/26-08-1988

TTL/CS/27th AGM/2015

24.09.2015

27TH ANNUAL GENERAL MEETING OF M/s.TAMILNADU TELECOMMUNICATIONS LIMITED HELD ON 23RD SEPTEMBER, 2015 AT 02.30 PM) in Shri Venkata Auditorium at Bharatiya Vidya Bhavan, Mylapore, Chennai – 600 004

DECLARATION OF RESULT OF E-VOTING AND POLL

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company had provided the e-voting facility to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 27th Annual General Meeting (AGM) of the Company. The e-voting was open from 19th September, 2015 (11.00 am) to 22nd September, 2015 (5.00 pm).

In line with the clarification with regard to voting through electronic means issued by the Ministry of Corporate Affairs on 17th June, 2014, vide General Circular No.20/2014, voting by Show of hands as per Section 107 of the Companies Act, 2013 was not allowed at the AGM since e-voting has been offered to the Shareholders as mentioned in previous para. Therefore, at the 27th AGM of M/s.Tamilnadu Telecommunications Limited, voting was conducted by means of poll.

The Board of Directors had appointed Mr. M.Damodaran (Membership No.5081) of M.Damodaran & Associates, Practicing Company Secretaries, Chennai, as the Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to 05.00 pm on 22nd September, 2015 and poll received till conclusion of the AGM on 23rd September, 2015. The Scrutinizer has submitted a consolidated report dated 24.09.2015 on the results of the e-voting together with that of the poll.

The Consolidated Results as per the Scrutinizers' combined report dated 24.09.2015 is as follows:

Item No.of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes (Favour and against)	Nos.	% of total number of valid votes (Favour and against)	
Item No.1 of the Notice (as an Ordinary Resolution)	32352532	99.9997	100	0.0003	0

M. Damodaran
24/9/15



Item No.2 of the Notice (as an Ordinary Resolution)	32352532	99.9997	100	0.0003	0
Item No.3 of the Notice (as an Ordinary Resolution)	32352532	99.9997	100	0.0003	0

Based on the combined report of the Scrutinizer and pursuant to Rule 21 (1) (m) of the Companies (Management and Administration) Rules, 2014, as authorized by the Chairman, I hereby declare and announce that all the three Resolutions as set out in the Notice of the 27th Annual General Meeting of M/s.Tamilnadu Telecommunications Limited have been duly approved by the Shareholders with requisite majority.

For Tamilnadu Telecommunications Limited,

(V.S. PARAMESWARAN)
Managing Director

Date: 24th September, 2015

New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandaveli,
(Opp. to Church Near by BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in



M. DAMODARAN & ASSOCIATES
Practicing Company Secretaries



M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

CONSOLIDATED SCRUTINIZER'S REPORT

(REMOTE E VOTING AND INSTA POLL)

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

To,

The Chairman of 27th Annual General Meeting of the Equity Shareholders of **TAMIL NADU TELECOMMUNICATION LIMITED** which was held on the **23rd September 2015** at 2.30 PM at Shri Venkata Auditorium at Bharatiya Vidya Bhavan No.18-22 East Mada Street, (Near Kapaleeswarar temple), Mylapore, Chennai – 600004.

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of **TAMIL NADU TELECOMMUNICATION LIMITED** (the company) for the purpose of:
 - (i) Scrutinizing the e-voting process (remote e- voting) under the provisions of section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
 - (ii) Poll through Ballot paper under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules.
On the resolutions contained in the notice to the 27th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the **23th September 2015** at 02.30 PM at Shri Venkata Auditorium at Bharatiya Vidya Bhavan No.18-22 East Mada Street, (Near Kapaleeswarar temple), Mylapore, Chennai – 600004.

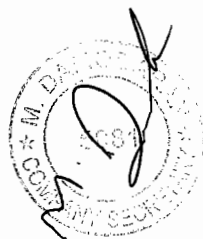




2. The management of the Company is responsible to ensure the compliance with the requirement of The Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by way of ballot paper at the AGM] for the resolutions contained in the Notice to the **27th AGM** of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting (i.e. through electronic means by remote e-voting and Poll by way of Ballot paper at AGM) is restricted to make a consolidated scrutinizer's report of the votes cast "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by CDSL (Central Depository Services Limited) engaged by the company to provide e-voting facilities for voting through electronic means and the poll by way of Ballot papers at Annual General Meeting.
3. I submit herewith my Consolidated scrutinizers report on the results of voting through electronic means i.e by remote e voting and Poll by way of Ballot papers at the AGM as under:

TAMIL NADU TELECOMMUNICATION LIMITED E VOTING & INSTA POLL REPORT

Resolution	Mode	Ballots Received	Favour		Against			Invalid			
			Ballots	Votes	Percentage	Ballots	Votes	Percentage	Ballots	Votes	Percentage
Item No. 1: To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March	E VOTING	13	12	29072432	89.8611	1	100	0.000309	-	-	-
	INSTA POLL	3	3	3280100	10.13859	-	-	-	-	-	-



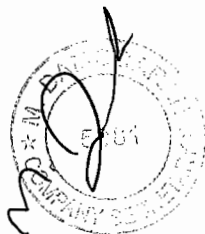


M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



2015 including the Audited Balance Sheet as at 31st March 2015, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors' Report thereon. (As an Ordinary resolution) Item No. 2: To appoint a Director in place of Mr. Vimal Wakhlu (DIN 01575812), who retires by rotation and being eligible, offers himself for re-appointment. (As an Ordinary resolution)	TOTAL	16	15	32352532	99.99969	1	100	0.000309	-	-	-
	E VOTING	13	12	29072432	89.8611	1	100	0.000309	-	-	-
	INSTA POLL	3	3	3280100	10.13859	-	-	-	-	-	-
	TOTAL	16	15	32352532	99.99969	1	100	0.000309	-	-	-
Item No. 3: To appoint a Director in place of Mr. B. Elangovan (DIN 00133452), who retires by rotation and being eligible, offers himself for re-appointment. (As an Ordinary resolution)	E VOTING	13	12	29072432	89.8611	1	100	0.000309	-	-	-
	INSTA POLL	3	3	3280100	10.13859	-	-	-	-	-	-





M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



	TOTAL	16	15	32352532	99.99969	1	100	0.000309	-	-	-
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4. The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

M. Damodaran
Practicing Company Secretary
Membership No. 5837

Place: Chennai
Date: 24.09.2015