



HQ/CS/CL.24B/18214

July 9, 2025

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400 051
SYMBOL: TATACOMM

BSE Limited
P.J. Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: 500483

Dear Sir / Madam,

Sub: Proceedings and Scrutinisers' Report of the 39th Annual General Meeting ('AGM') of Tata Communications Limited ('the Company')

The 39th AGM of the Company was held on Wednesday, July 9, 2025 at 11:00 hours (IST) through two-way Video Conferencing to transact the business as stated in the Notice convening the AGM dated June 13, 2025 ('AGM Notice'). The Company also facilitated the live webcast of the proceedings.

We would like to inform you that all items of business mentioned in the said AGM Notice were transacted and passed by the Members with requisite majority through e-voting facility provided to the Members.

In this regard, please find enclosed the following:

- a) Summary of proceedings of the Company's AGM in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **"Annexure A"**.
- b) Consolidated Report of the Scrutinizer dated July 9, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **"Annexure B"**.

The AGM concluded at 13:50 hours (IST).

The Consolidated Report of the Scrutinizer dated July 9, 2025 is available on the Company's website at www.tatacommunications.com and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

The video recording of the proceedings of the AGM is also being made available on the website of the Company at www.tatacommunications.com.

This is for your information and records.

Yours faithfully,

For **Tata Communications Limited**

Zubin Adil Patel

Company Secretary and Compliance Officer

Encl: As above

TATA COMMUNICATIONS

Tata Communications Limited

Plot No. C21 & C 36 'G' Block Bandra Kurla Complex Bandra (East) Mumbai 400098 India

Regd. Office: VSB Mahatma Gandhi Road Fort Mumbai 400 001 India

Tel: + 91 22 6659 1968 email: investor.relations@tatacommunications.com

CIN: L64200MH1986PLC039266 website: www.tatacommunications.com



Annexure A

SUMMARY OF PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF TATA COMMUNICATIONS LIMITED

The 39th Annual General Meeting ('AGM' or 'Meeting') of the Members of Tata Communications Limited ('the Company') was held on Wednesday, July 9, 2025 at 11:00 hours (IST) via two-way Video Conferencing ('VC'). The Meeting was conducted in accordance with relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'). The proceedings of the Meeting were video recorded and a live streaming was webcast on the website of National Depository System Limited ('NSDL'). The Company had taken all the requisite steps to enable Members to participate and vote on the items of businesses considered at the AGM.

In accordance with the Articles of Association of the Company, Mr. N. Ganapathy Subramaniam, Chairman of the Board, chaired the Meeting. The Company Secretary welcomed all the Members and briefed them on certain points relating to participation at the Meeting through VC. The requisite quorum being present, the Meeting was called to order.

The Company Secretary then introduced the Directors and the Chief Financial Officer of the Company. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility, Safety and Sustainability Committee and the Risk Management Committee were present at the AGM. The representatives of the Promoter Group, Statutory Auditors, Secretarial Auditor, Cost Auditor and Scrutinizer were also present at the Meeting through VC.

With the permission of the Members, the Notice was taken as read. The Members were informed that there were no qualifications or adverse remarks in the Reports of the Statutory Auditors and the Secretarial Auditor. Further, the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode.

The Chairman addressed the Members by acknowledging the tragic Air India crash in Ahmedabad on June 12, 2025 and expressed deepest sorrow to those who lost their lives and to the families and the loved ones who have been deeply affected. Thereafter, the Chairman paid tribute to Padma Vibhushan Mr. Ratan Naval Tata, the first chairperson of the Company following its divestment, who passed away on October 9, 2024. He mentioned that Mr. Tata's unwavering values and visionary outlook had left an enduring legacy that continues to inspire generations.

The Chairman then welcomed the new Board members Ms. Sangeeta Anand, Mr. Sujit Kumar Varma, and Mr. P. Jagdish Rao and apprised the Members about the financial highlights, Company's investment in future growth, operating landscape and the digital fabric of solutions, use of AI, customer impact & market relevance, strategic value creation, shareholder value and ESG. The Chairman then expressed deep gratitude to Ms. Renuka Ramnath for her exceptional leadership as Chairperson and as Independent Director of the Company over the past decade and acknowledged the contribution of all employees and other stakeholders during the year. He also expressed gratitude towards all shareholders for their continued support.

Mr. A. S. Lakshminarayanan, Managing Director & Chief Executive Officer of the Company then made a presentation covering, amongst other things, Tata Communications' growth momentum and financial performance, customer engagement including NPS, industries serviced, hyperconnected ecosystem, Tata

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Communication's Digital Fabric, capability evolution, strategic bets, headwinds and tailwinds in operations, market opportunities, ambition of the Company and ESG initiatives.

Thereafter, the Members were invited to put forth their comments and suggestions and to make enquiries on the performance of the Company and other related matters. The queries made by the Members were duly responded to by the Chairman.

The Chairman then thanked the Members for their continued support and for participating in the Meeting and thanked the Directors and the Management team for joining the Meeting.

The Company Secretary then stated that the e-voting facility would be kept open for 15 minutes post conclusion of the proceedings of the Meeting to enable Members who had not yet cast their votes, to cast their votes on the resolutions proposed in the AGM Notice. The Company Secretary declared that the Meeting would be considered closed upon completion of e-voting period.

The meeting concluded at 13:50 hours (IST).

The Scrutinizer's Report was received after the conclusion of the Meeting on July 9, 2025. All resolutions were passed with the requisite majority.

The following items of business as per the Notice of the Annual General Meeting dated June 13, 2025, were approved by the Members:

Item No.	Item Description	Resolution Type	Mode of voting	Result
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report of the Auditors thereon.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority
3.	To declare a dividend of ₹25/- on equity shares for the financial year ended March 31, 2025.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority
4.	To appoint a Director in place of Mr. Ankur Verma (DIN: 07972892), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority
5.	Appointment of Secretarial Auditors for a term of five consecutive years, commencing from financial year 2025-26 till financial year 2029-30 and fixing their remuneration.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority

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Item No.	Item Description	Resolution Type	Mode of voting	Result
6.	Ratification of Cost Auditor's Remuneration for the financial year ending March 31, 2026.	Ordinary	Remote e-voting prior to and during the AGM	Passed with requisite majority
7.	Appointment of Mr. Sujit Kumar Varma (DIN: 09075212) as a Director and as an Independent Director.	Special	Remote e-voting prior to and during the AGM	Passed with requisite majority
8.	Appointment of Mr. P. Jagdish Rao (DIN: 01991594) as a Director and as an Independent Director.	Special	Remote e-voting prior to and during the AGM	Passed with requisite majority

This is for your information and records.

For **Tata Communications Limited**

Zubin Adil Patel

Company Secretary and Compliance Officer

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UPENDRA SHUKLA & ASSOCIATES

Company Secretaries

Annexure B

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057
Mobile.: 98211 25846
98927 59135
E-mail: ucshukla@rediffmail.com
ucshukla.cs@gmail.com

The Chairman,
Tata Communications Limited
VSB, Mahatma Gandhi Road, Fort,
Mumbai - 400 001.

Dear Sir,

Sub: Combined Report on remote e-voting and e-voting during the 39th Annual General Meeting ('AGM') of Tata Communications Limited ('Company'), held at 11:00 a.m. (IST) on Wednesday, July 9, 2025 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Upendra C. Shukla, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize the remote e-voting process and e-voting during the 39th AGM of the Company, held through VC / OAVM on Wednesday, the July 9, 2025 at 11.00 a.m. (IST).

Pursuant to General Circular No. 9/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs ('MCA') read together with previous circulars issued by MCA in this regard ('MCA Circulars') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by Securities and Exchange Board of India ('SEBI') read together with previous circulars issued by SEBI in this regard ('SEBI Circulars'), the Notice dated June 13, 2025 convening the AGM along with the Integrated Annual Report 2024-25, as confirmed by the Company, was sent to the Members in respect of below mentioned resolution through electronic mode to those Members, whose e-mail addresses are registered with the Company / its Registrar and Transfer Agent (RTA) / Depositories.

As per the provisions of Section 108 of the Act read with Rules 20 and 22 of the Rules, as amended and to the extent applicable, and also in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company provided the facility of remote e-voting to the Members to cast their votes electronically on the resolutions proposed in the Notice.

The Company had appointed National Securities Depository Limited ('NSDL') as Service Provider, who provided the facilities for conducting the remote e-voting, for participation by the Members in the AGM through VC / OAVM and e-voting during the said AGM.

My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the NSDL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM.

Further, I would also like to mention that Members who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID / Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

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Based on the reports generated from the voting system provided by the NDSL, I now, submit my combined report on the results of the remote e-voting and e-voting during the AGM in respect of the each of the resolutions as set out in the Notice dated June 13, 2025 convening the AGM as under:

- The remote e-voting period commenced from Saturday, July 5, 2025 at 09.00 a.m. (IST) and ended on Tuesday, July 8, 2025 at 05.00 p.m. (IST).
- The Members of the Company as on the 'cut-off' date i.e. July 2, 2025 were entitled to vote on the resolutions as set-out in the Notice of the AGM.
- On completion of e-voting during the AGM, the report on remote e-voting and e-voting during the AGM were unblocked and counted.
- All the responses of the remote e-voting / e-voting during the AGM are valid.

Resolution No. 1: Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and Auditors thereon.

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	831	253699265	100.00	7	196	Negligible	0	0
E-voting during AGM	3	381	100.00	0	0	0.00	0	0
Combined	834	253699646	100.00	7	196	Negligible	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution:

To receive, consider and adopt the Audited Consolidated Financial statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Auditors thereon.

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	828	253699150	100.00	8	208	Negligible	0	0

E-voting during AGM	3	381	100.00	0	0	Negligible	0	0
Combined	831	253699531	100.00	8	208	Negligible	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution:

To declare a dividend on equity shares of the Company for the financial year ended March 31, 2025.

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	831	253751858	100.00	7	196	Negligible	0	0
E-voting during AGM	3	381	100.00	0	0	0	0	0
Combined	834	253752239	100.00	7	196	Negligible	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 4: Ordinary Resolution:

To appoint a Director in place of Mr. Ankur Verma (DIN: 07972892), who retires by rotation and being eligible, offers himself for re-appointment.

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	741	251273484	99.03	100	2472284	0.97	0	0
E-voting during AGM	3	381	100.00	0	0	0.00	0	0
Combined	744	251273865	99.03	100	2472284	0.97	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

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Resolution No. 5: Ordinary Resolution:

To appoint M/s. Parikh & Associates, Company Secretaries (Firm Registration No. P1988MH009800), as the Secretarial Auditors of the Company, for a term of five consecutive years from 2025-26 to 2029-30.

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	801	253509963	99.91	33	238259	0.09	0	0
E-voting during AGM	3	381	100.00	0	0	0.00	0	0
Combined	804	253510344	99.91	33	238259	0.09	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 6: Ordinary Resolution:**Ratification of Cost Auditor's Remuneration.**

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	822	253737804	100.00	13	568	Negligible	0	0
E-voting during AGM	3	381	100.00	0	0	0	0	0
Combined	825	253738185	100.00	13	568	Negligible	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 7: Special Resolution:

Appointment of Mr. Sujit Kumar Varma (DIN: 09075212) as a Director and as an Independent Director for a term of five consecutive years from April 22, 2025 to April 21, 2030 (both days inclusive).

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	812	253550245	99.92	25	201763	0.08	0	0
E-voting during AGM	3	381	100.00	0	0	0.00	0	0
Combined	815	253550626	99.92	25	201763	0.08	0	0

Since combined number of votes cast in favour of the resolution is three times more than the number of votes cast against the resolution, the said special resolution may be declared passed.

Resolution No. 8: Special Resolution:

Appointment of Mr. P. Jagdish Rao (DIN: 01991594) as a Director and as an Independent Director for a term of five consecutive years from June 13, 2025 to June 12, 2030 (both days inclusive).

	Voted in favour of the resolution			Voted against the resolution			Invalid Votes	
	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	Number of members whose votes declared invalid	Number of invalid votes cast by them
Remote E-voting	814	253582377	99.93	22	169631	0.07	0	0
E-voting during AGM	3	381	100.00	0	0	0.00	0	0
Combined	817	253582758	99.93	22	169631	0.07	0	0

Since combined number of votes cast in favour of the resolution is three times more than the number of votes cast against the resolution, the said special resolution may be declared passed.

Thanking you,

FOR UPENDRA SHUKLA & ASSOCIATES

UDIN: F002727G000744050
Peer Review Certificate No. 1882/2022
Place: Mumbai
Date: 09/07/2025

UPENDRA
CHANDRASHA
NKAR SHUKLA

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

Digitally signed by UPENDRA CHANDRASHA NKAR SHUKLA, DN: cn=UPENDRA CHANDRASHA NKAR SHUKLA, o=UPENDRA CHANDRASHA NKAR SHUKLA, email=upendra@upendra.co.in, c=IN, serial=1882, reason=I am the author of this document.