

To
The Deputy Manager
Corporate Relations Department
BSE Limited
P.J. Towers, Dalal Street,
Mumbai-400001

Dear Sir,

Sub: Proceedings of the 29th Annual General Meeting of the Company held on 12th July, 2019 along with the Voting Results and the Report of the Scrutinizer

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 29th Annual General Meeting (AGM) of the Company was held on 12th July, 2019 at 11.00 a.m. at the Registered Office of the Company.

In this regard please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure- I.
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as Annexure- II.
3. The Report of Scrutinizer on remote e-voting and voting at AGM as Annexure- III

This is for your information and records.

Thanking You

Yours faithfully,

For Avantel Limited



Abburi Vidyasagar
Chairman & Managing Director



Avantel Limited

Registered Office

Plot No. 47/P, APIIC Industrial Park
Gambheeram (V), Anandapuram (M)
Visakhapatnam - 531 163 A.P.
Tel : +91-891-2850000
Fax : +91-891-2850004

Corporate Office

Plot No. 68 & 69, 4th Floor, Jubilee Heights
Survey No - s. 66 & 67, Jubilee Enclave
Madhapur, Hyderabad - 500 081, Telangana
Tel : +91-40-6630 5000
Fax : +91-40-6630 5004

CIN - L72200AP1990PLC011334

www.avantel.in
info@avantel.in

PROCEEDINGS OF THE 29th ANNUAL GENERAL MEETING OF M/s. AVANTEL LIMITED HELD ON FRIDAY, 12TH DAY OF JULY, 2019 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SY NO.141, PLOT NO.47/P, APIIC INDUSTRIAL PARK, GAMBHEERAM(V), ANANDAPURAM (M), VISAKHAPATNAM, ANDHRA PRADESH - 531163

DIRECTORS PRESENT:

- | | |
|------------------------------|------------------------------|
| 1. Dr. Abburi Vidyasagar | Chairman & Managing Director |
| 2. Smt. Abburi Sarada | Whole Time Director & CFO |
| 3. Shri. Myneni Narayana Rao | Independent Director |
| 4. Shri. N. Naveen | Independent Director |
| 5. Shri. EBV Ramana Gupta | independent Director |

BY INVITATION:

- | | |
|------------------------|---|
| 6. Shri. K Sreenivasan | Partner, Ramanatham & Rao, Statutory Auditors |
| 7. Shri. M B Suneel | Practicing Company Secretary & Scrutinizer |

MEMBERS PRESENT:

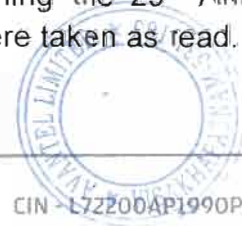
36(Thirty Six) members including proxies were present in person. Among them 3 members are persons belonging to Promoter and Promoter Group.

The meeting commenced at 11:00 A.M. (IST) and concluded at 12:30 P.M. (IST)

Dr. Abburi Vidyasagar chaired the meeting. He then requested his colleagues on the dais and also welcomed the members and others present to the Annual General meeting. After ascertaining the presence of the requisite quorum, Dr. A. Vidyasagar, Chairman and Managing Director called the meeting to order and commenced the proceedings.

The Chairman of the Company addressed the members highlighting the business operations, achievements of the company, future prospects, industry scenario etc.

With the consent of the members present, the notice convening the 29th Annual General Meeting and the Report of Directors of the Company were taken as read.



CIN - L72200AP1990PLC011334

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The Chairman requested the Auditors to read out their Report on the audited annual accounts of the Company for the financial year ended 31st March, 2019. Thereafter, with the consent of the members present, the Auditor Report was taken as read.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (LODR) Regulation, 2015, the Company has arranged for e-voting facility to its members in respect of all the businesses to be transacted at the 29th AGM of the Company. The e-voting commenced on 09th July, 2019 (9:00 hours) and ended on 11th July, 2019 (17:00 hours).

The Chairman further informed that Mr. M B Suneel, Practicing Company Secretary was appointed as scrutinizer to scrutinize the e-voting process and poll in a fair and transparent manner.

The Chairman announced that the all business items enumerated in the notice calling 29th Annual General Meeting will be transacted through poll.

Prior to the commencement of polling at the instructions of the Chairman, an empty ballot box was shown to the members and proxies present. The ballot box was sealed in the presence of scrutinizer.

As instructed by Mr. M B Suneel, polling papers were distributed to all the members present to cast their votes in respect of all the resolutions proposed in the notice.

The members have dropped duly filled in polling papers in the ballot box.

The ballot box was opened by the scrutinizer in the presence of two witnesses. Thereafter, the papers were scrutinized by the scrutinizer to ascertain the result of the poll.

The Chairman invited the members to raise their queries, if any.

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The Chairman along with the other directors' present responded to the queries from the members and the discussions continued between the management and the members. The members seem satisfied with the replies and presentation made by the management.

Mr. M B Suneel, Scrutinizer submitted the consolidated report on e-voting and poll to the Chairman. The Chairman announced the results of the meeting which is as follows:

Item No.1

To Adopt the Audited Financial Statements of the company for the Financial Year 2018-19 together with the Report of the Board of Directors and Auditors thereon.

- passed with requisite majority

Item No.2

To Declare Final Dividend of Rs. 2/- per equity share of Rs.10/- each to the shareholders for the Financial Year 2018-19.

- passed with requisite majority

Item No.3

To appoint a Director in place of Shri. Raghu Prasad Pidikiti (DIN: 01660157), who retires by rotation and being eligible, offers himself for re-appointment as Director.

- passed with requisite majority

Item No. 4

To Re-Appoint M/s. Ramanatham & Rao, Chartered Accountants (Firm Registration No. 002934S), as Statutory Auditors of the Company

- passed with requisite majority

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Item No.5

To consider and approve the reappointment of Dr. Abburi Vidyasagar as the Managing Director of the company.

- passed with requisite majority

Item No.6

To consider the appointment of Shri. N Naveen (DIN: 02726620) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.

- passed with requisite majority

Item No.7

To consider the appointment of Shri. Y Kishore (DIN: 01633048) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.

- passed with requisite majority

The chairman extended a vote of thanks and declared the meeting as concluded.

Place: Visakhapatnam
Date: 12/07/2019



For Avantel Limited

Abburi Vidyasagar

Abburi Vidyasagar
Chairman & Managing Director

Details of Voting Results of 29th AGM under Regulation 44 (3) of the Listing Regulations

Date of the AGM	12 th July, 2019
Total number of shareholders on Record Date i.e. 5 th July, 2019 (Cut-off Date)	4,834
- Number of shareholders present in the meeting either in person or through proxy	36
- Promoters and Promoter group:	3
- Public:	33
- No. of shareholders attended the meeting through video conferencing:	
- Promoters and Promoter group:	Not Arranged
- Public:	

AGENDA-WISE DISCLOSURE

Mode of Voting : Remote e-voting & Poll at 29th Annual General Meeting

Agenda 1: To consider and adopt the Audited Financial Statements of the Company for the F.Y. 2018-2019 together with the Report of the Board of Directors and Auditors thereon.

Resolution Required : Ordinary Resolution

Whether Promoter/Promoter Group are interested in the 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
Promoter and Promoter Group	E Voting	1568757	1532137	97.6657	1532137	0	100.00	0.00
	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

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Agenda 2: To declare dividend of Rs. 2.00/- per equity share of Rs. 10/- each to the shareholders for the F.Y. 2018-19.

Resolution Required : Ordinary Resolution

Whether Promoter/Promoter Group are interested in the 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
Promoter and Promoter Group	E Voting	1568757	1532137	97.6657	1532137	0	100.00	0.00
	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

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Agenda 3: To appoint a Director in place of Shri. Raghu Prasad Pidikiti (DIN: 01660157), who retires by rotation and being eligible, offers himself for re-appointment as Director.

Resolution Required : Ordinary Resolution

Whether Promoter/Promoter Group are interested in the 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
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	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

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Agenda 4: Re-Appointment of Statutory Auditors of the Company

Resolution Required : Ordinary Resolution

Whether Promoter/Promoter Group are interested in the 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
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	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

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Agenda 5: To consider and approve the reappointment of Dr. Abburi Vidyasagar as the Managing Director of the company.

Resolution Required : Special Resolution

Whether Promoter/Promoter Group are interested in the Resolution: **Yes**

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
Promoter and Promoter Group	E Voting	1568757	1532137	97.6657	1532137	0	100.00	0.00
	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

Abburi Vidyasagar



Agenda 6: Appointment of Shri. N Naveen (DIN: 02726620) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013

Resolution Required : Special Resolution

Whether Promoter/Promoter Group are interested in the 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
Promoter and Promoter Group	E Voting	1568757	1532137	97.6657	1532137	0	100.00	0.00
	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public – Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

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Agenda 7: Appointment of Shri. Y Kishore (DIN: 01633048) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.

Resolution Required : Special Resolution

Whether Promoter/Promoter Group are interested in the 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
Promoter and Promoter Group	E Voting	1568757	1532137	97.6657	1532137	0	100.00	0.00
	Poll		36620	2.3343	36620	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	1568757	1568757	100.0000	1568757	0	100.00	0.00
Public -- Institutions	E Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public -- Non Institutions	E Voting	2485736	925	0.0372	925	0	100.00	0.00
	Poll		327276	13.1662	327276	0	100.00	0.00
	Postal Ballot		-	-	-	-	-	-
	Total	2485736	328201	13.2034	328201	0	100.00	0.00
TOTAL		4054493	1896958	46.7866	1896958	0	100.00	0.00

Place: Visakhapatnam
Date: 12/07/2019



For Avantel Limited

A Vidyasagar
A Vidyasagar
Chairman & Managing Director
DIN: 00026524



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To
The Chairman
29th Annual General Meeting
Avantel Limited
held on 12.07.2019, at 11.00 A.M.
at Sy No.141, Plot No.47/P, APIIC Industrial Park,
Gambheeram (V), Anandapuram (M),
Visakhapatnam, Andhra Pradesh – 531163

Dear Sir,

Sub: Consolidated Report on electronic voting carried out during 09th July, 2019 (9:00 hrs) to 11th July, 2019 (17:00 hrs) and on Physical voting conducted through poll at the 29th Annual General Meeting (AGM) of M/s. Avantel Limited held on 12th July, 2019.

With reference to the above subject, I, M B Suneel, Practicing Company Secretary, state that I was appointed as the scrutinizer for the e-voting process held during the period 09.07.2019 to 11.07.2019 and physical voting conducted through poll at the 29th AGM at Sy No.141, Plot No.47/P, APIIC Industrial Park, Gambheeram (V), Anandapuram (M), Visakhapatnam, Andhra Pradesh – 531163, in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 07th May, 2019. I report as under:

1. The Company availed the services of M/s. Karvy Fintech Private Limited (hereinafter referred to as the “**Service Provider**”) to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Tuesday, 09th July, 2019 (9:00 hrs) to Thursday, 11th July, 2019 (17:00 hrs). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 05th day of July, 2019 (i.e. cut – off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting. On 12th day of July, 2019, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of persons who were present as witnesses.

[Handwritten signature]



2. At the 29th AGM of the Company held on Friday, the 12th day of July, 2019, at 11:00 A.M. at the Registered Office of the Company Situated at Sy No.141, Plot No.47/P, APIIC Industrial Park, Gambheeram(V), Anandapuram (M), Visakhapatnam, Andhra Pradesh – 531163, the Chairman ordered for a Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility provided during 9th July, 2019 (9:00 hrs) to 11th July, 2019 (17:00 hrs) to cast their votes through poll at the 29th AGM.
3. Subsequent to the completion of voting process at the 29thAGM, the votes cast by the shareholders at the 29thAGM were diligently scrutinized by me. The votes cast at the 29th AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.
4. All the resolutions were passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during 09th July, 2019 (9:00 hrs) to 11th July, 2019 (17:00 hrs) and details of the voting at the 29th AGM on each of the resolutions as **Annexure-I**.
5. All electronic data and relevant records of voting will remain in my custody until the chairman considers, approves and signs the minutes of 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours faithfully

Place: Visakhapatnam
Date: 12/07/2019

For **P.S. Rao & Associates**
Company Secretaries



A handwritten signature in blue ink, appearing to read "M. B. Suneel".

M. B. Suneel
Scrutinizer for the Company
C.P. No. 14449

S.No	Resolution	Mode	Number of Members Voting (Person / Proxy/ Evoting)	Total Votes	Favour			Against			Invalid	
					Number of Members Voting (Person / Proxy/ Evoting)	Votes	% of total number of valid votes cast	Number of Members Voting (Person / Proxy/ Evoting)	Votes	% of total number of valid votes cast	Number of Members Voting (Person / Proxy/ Evoting)	Votes
1	To Adopt the Audited Financial Statements of the company for the Financial Year 2018-19 together with the Report of the Board of Directors and Auditors thereon.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
2	To Declare Final Dividend of Rs. 2/- per equity share of Rs.10/- each to the shareholders for the Financial Year 2018-19.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
3	To appoint a Director in place of Shri. Raghu Prasad Pidikiti (DIN: 01660157), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
4	To Re-Appoint M/s. Ramanatham & Rao, Chartered Accountants (Firm Registration No. 002934S), as Statutory Auditors of the Company	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
5	To consider and approve the reappointment of Dr. Abburi Vidyasagar as the Managing Director of the company.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
6	To consider the appointment of Shri. N Naveen (DIN: 02726620) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-
7	To consider the appointment of Shri. Y Kishore (DIN: 01633048) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.	Evoting	6	1533062	6	1533062	80.82	0	0	-	-	-
		Poll	36	363896	36	363896	19.18	0	0	-	-	-
		Total	42	1896958	42	1896958	100.00	0	0	-	-	-

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