



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
Dr. Abburi Vidyasagar
Chairman
Avantel Limited
Sy No.141, Plot No.47/P, APIIC Industrial Park,
Gambheeram (V), Anandapuram (M),
Visakhapatnam, Andhra Pradesh – 531163

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting 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 and Secretarial Standards on General Meetings for the 30th Annual General Meeting of Avantel Limited held on Thursday, 25th June, 2020 at 10:00 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

With reference to the above subject, I, M B Suneel, Practicing Company Secretary, state that I was appointed as the scrutinizer for the 30th Annual General Meeting by the Board of Directors of Avantel Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process held during the period 22.06.2020 to 24.06.2020 and video conferencing ('VC') / other audio visual means ('OAVM') at the 30th Annual General Meeting ("AGM") of Avantel Limited on Thursday, 25th June, 2020 at 10:00 a.m. in a fair and transparent manner, for



MB Suneel

ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 09th May, 2019. I report as under:

1. The notice dated May 9, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.
2. The Company availed the services of M/s. National Securities Depository Limited ("NSDL") (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 Monday, 22nd June, 2020 (9:00 hrs) to Wednesday, 24th June, 2020 (17:00 hrs). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 18th day of June, 2020 (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 25th day of June, 2020 the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.
3. At the 30th AGM of the Company held on Thursday, the 25th day of June, 2020, at 10:00 A.M. the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not participated in the E-voting facility provided during 22nd June, 2020 (9:00 hrs) to 24th June, 2020 (17:00 hrs) to cast their votes.
4. Subsequent to the completion of voting process at the 30th AGM, the votes cast by the shareholders at the 30th AGM were diligently scrutinized by me. The votes cast at the 30th 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.



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5. All the resolutions were passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during 22nd June, 2020 (9:00 hrs) to 24th June, 2020 (17:00 hrs) and details of the voting at the 30th AGM on each of the resolutions as **Annexure-I**.
6. All electronic data and relevant records of voting will remain in my custody until the chairman considers, approves and signs the minutes of 30th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours faithfully

Place: Hyderabad
Date: 26.06.2020

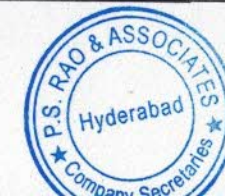


For **P.S. Rao & Associates**
Company Secretaries

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

M. B. Suneel
Practising Company Secretary
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 consider and adopt the Audited Financial Statements of the Company for the Financial Year 2019-2020 together with the Report of the Board of Directors and Auditors thereon.	Evoting	61	2088452	61	2088452	100.00	0	0	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	61	2088452	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 2019-20.	Evoting	61	2088452	61	2088452	100.00	0	0	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	61	2088452	100.00	0	0	-	-	-
3	To appoint a Director in place of Dr. Abburi Vidyasagar (DIN: 00026524), who retires by rotation and being eligible, offers himself for re-appointment as Director.	Evoting	61	2088452	61	2088452	100.00	0	0	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	61	2088452	100.00	0	0	-	-	-
4	To consider and approve the re-appointment of smt. Abburi sarada as the whole-time director of the company	Evoting	61	2088452	61	2088452	100.00	0	0	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	61	2088452	100.00	0	0	-	-	-
5	Increase In Borrowing Powers Of The Board Of Directors	Evoting	61	2088452	60	2088432	99.99	1	20	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	60	2088432	99.99	1	20	-	-	-
6	Creation Of The Charge /Providing Of Security Of The Assets Of The Company	Evoting	61	2088452	61	2088452	100.00	0	0	-	-	-
		Poll	0	0	0	0	-	0	0	-	-	-
		Total	61	2088452	61	2088452	100.00	0	0	-	-	-



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