

**MAHANAGAR TELEPHONE NIGAM LIMITED****(A GOVERNMENT OF INDIA ENTERPRISE)****CIN L32101DL1986GOI023501**

Registered and Corporate Office: Mahanagar Doorsanchar Sadan 5<sup>th</sup> Floor, 9 CGO Complex, Lodhi Road, New Delhi - 110 003. Tel: 011-24319020, Fax: 011-24324243, Website: [www.mtnl.in](http://www.mtnl.in), Email: [mtnlcsc@gmail.com](mailto:mtnlcsc@gmail.com)

**MTNL/SECTT/SE/2025****October 31, 2025**

<b>To,</b> <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. Scrip Code: 500108	<b>To,</b> <b>National Stock Exchange of India Limited (NSE)</b> Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Symbol: MTNL
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**Sub: COMPLIANCE OF REGULATION 30 OF SEBI (LODR) REGULATIONS, 2015 - PROCEEDINGS OF 39<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF MTNL HELD ON 31.10.2025 AT 11:40 AM HELD THROUGH OAVM.**

Dear Sir,

This is to inform you that the 39<sup>th</sup> Annual General Meeting (AGM) of Mahanagar Telephone Nigam Limited (MTNL) was held on Friday, 31<sup>st</sup> October 2025 at 11:40 A.M. through VC/OAVM.

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, please find enclosed herewith the Proceedings of the 39<sup>th</sup> AGM of the Company held on 31.10.2025.

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours faithfully,

**(RATAN MANI SUMIT)**  
**COMPANY SECRETARY**

**Encl: Proceedings of 39<sup>th</sup> AGM of MTNL held on 31.10.2025**



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### **PROCEEDINGS AT THE 39TH ANNUAL GENERAL MEETING OF MAHANAGAR TELEPHONE NIGAM LIMITED HELD ON FRIDAY, 31<sup>ST</sup> OCTOBER, 2025 AT 11:40 AM THROUGH VC/OAVM**

The 39<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Friday, 31<sup>st</sup> October, 2025 through Video Conferencing (VC) /Other Audio Visual Means (OAVM). The meeting commenced at 11:40 AM. The brief proceedings are given as below:

Total 62 Members attended the meeting as per the records of attendance including Authorised Representative of President of India.

The requisite quorum being present, Shri A. Robert J. Ravi, Chairman and Managing Director (CMD), called the meeting to order and chaired the proceedings of the meeting. The Company Secretary welcomed the Members, Directors, President of India's Nominee, Secretarial Auditor and Scrutinizer for attending 39<sup>th</sup> AGM of the Company.

The Chairman delivered his speech about the MTNL Revival Plan, Asset Monetization Plan for the FY 2024-25, Financial Performance Review of MTNL, Step taken by MTNL for improvement of its services and Performance of its Subsidiaries and Joint Venture Companies of MTNL.

The Company Secretary informed the Members that pursuant to the provisions of Companies Act, 2013 and the related rules there under and SEBI (LODR) Regulations, 2015, Remote E -Voting facility was made available to all the members from Tuesday, 28.10.2025 (09:00 AM) to Thursday 30.10.2025 (05.00 P.M). In addition, facility for E-voting was also provided during the AGM to those members who did not cast vote through Remote E-voting facility.

The Company has appointed Shri Hemant Kumar Singh, Partner of M/s Hemant Singh & Associates, Practicing Company Secretaries, Delhi (C.P. No. 6370 and FCS-6033), as the Scrutinizer for scrutinize the E-voting process in a fair and transparent manner.

The following business as set out in the Notice of the 39<sup>th</sup> AGM were taken up for consideration for approval of members:

**I. Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2025, the reports of the Board of Directors and Auditors thereon **(Ordinary Resolution)**.
2. To appoint a director in place of Shri A. Robert J. Ravi (DIN - 10095013) CMD, who retires by rotation and being eligible, offers himself for re-appointment as a Director **(Ordinary Resolution)**.
3. To fix the remuneration of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India (C&AG) for auditing the accounts of the Company for the Financial Year 2025-26 **(Ordinary Resolution)**.

**II. Special Business:**

4. To consider and approve the appointment of Shri Alok Shukla (DIN: 10849459) Sr. DDG (pers), Department of Telecommunications (DoT) as Government Nominee Director of the Company **(Ordinary Resolution)**.
5. To consider and approve the Re-Appointment of Shri Vishwas Pathak (DIN: 00093771) as an Independent Director of the Company **(Special Resolution)**.
6. To consider and approve the re-appointment of Ms. Deepika Mahajan (DIN: 09408802) as an Independent Director of the Company **(Special Resolution)**.
7. To consider and approve the appointment of Shri Sudhakararao Papa (DIN: 10801670) Director (Enterprise), BSNL as Director (Technical) of the Company **(Ordinary Resolution)**.

8. To consider and approve the modification in the Resolution Passed at the 36<sup>th</sup> Annual General Meeting while Re-Affirming the Borrowing Powers of MTNL Board of Rs 35000 Crore. **(Special Resolution)**.
9. To consider and approve the appointment of M/s R.P. Sehgal & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company commencing from Financial Year 2025-26 till Financial Year 2029-30 **(Ordinary Resolution)**.
10. To approve the Remuneration Payable to the Cost Auditors for the Financial Year 2025-26 **(Ordinary Resolution)**.

The Members were also informed that the voting results on the resolutions along with the Scrutinizer's Report will be announced within two working days from the conclusion of the meeting to the Stock Exchanges i.e. on or before 04.11.2025, and will also be hosted on the website of the Company at [www.mtnl.in](http://www.mtnl.in), Stock Exchanges and CDSL.

Those Shareholders who had registered as Speakers were allowed one by one to put their questions to Chairman. Further, the Chairman replied to the questions of the Shareholders/Speakers.

The Company Secretary gave vote of thanks and then stated that the E-voting facility remained open for 15 minutes after the conclusion of the meeting in order to enable the members to cast their vote.

The AGM of the Company commenced at 11:40 AM (IST) and concluded at 12:55 PM (IST).

**(Ratan Mani Sumit)**  
**Company Secretary**