RailTel/Sectt/21/SE/S-16 **Date: July 28, 2026**

लिस्टिंग विभाग, **नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड,** **'एक्सचेंज प्लाजा', सी-1, ब्लॉक जी,** **बांद्रा - कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051** **Listing Department,** **National Stock Exchange of India Limited** **'Exchange Plaza', C-1, Block G,** **Bandra - Kurla Complex, Bandra (E),** **Mumbai - 400051**	**कॉर्पोरेट संबंध विभाग,** **बीएसई लिमिटेड,** **रोटुंडा बिल्डिंग,पी जे टावर्स, दलाल स्ट्रीट, किला,** **मुंबई - 400 001** **Corporate Relationship Department,** **BSE Limited, Rotunda Building,** **P J Towers, Dalal Street, Fort,** **Mumbai - 400 001**
Scrip Symbol- RAILTEL	**Scrip Code- 543265**

Sub: Notice of 26th Annual General Meeting along with Annual Report for the FY 2025-26 and Intimation of Record Date for the final dividend of the FY 2025-26

Dear Sir/ Madam,

This is to inform that 26th Annual General Meeting ("AGM") of the Members of the Company will be held on **Thursday, 20th August, 2026 at 12:30 Hrs (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities Exchange Board of India ("SEBI").

2. Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we are submitting herewith the Annual Report of the Company for the Financial Year 2025-26 along with the Notice of the 26th Annual General Meeting which is being sent through electronic mode to those Members whose email addresses are registered with the Depository(s) as on Friday, 24th July, 2026.

3. Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has sent a letter to the Shareholders whose e-mail addresses are not registered with the Depository(s), and web-link from where the Annual Report can be accessed on the website of the Company.

4. The Company is providing remote e-voting facility to the Members to cast their votes on all the resolutions as set out in the Notice of AGM. Remote e-voting period will commence at 09:00 Hrs (IST) on Monday, 17th August, 2026 and ends at 17:00 Hrs (IST) on Wednesday, 19th August, 2026. During this period, Members of the Company, holding shares as on the cut-off date i.e. Thursday, 13th August, 2026 shall be entitled to cast their vote through remote e- voting facility. Instructions for the e-voting (including remote e-voting) and attending AGM through VC/OVAM are set out in the Notice of AGM.

5. The said Notice and Annual Report are also being hosted on the Company's website at http://www.railtel.in/ and on the website of e-voting Agency-NSDL at www.evoting.nsdl.com. The same can also be downloaded from the link: https://www.railtel.in/annual-report.html.

6. The Company has fixed Thursday, 13th August 2026 as "Record Date" for the purpose of determining the eligibility of Members entitled to receive the Final Dividend of Rs. 1.25/- per share for the FY 2025-26 as recommended by the Board of Directors of the Company in their meeting held on 30th April, 2026. The Final Dividend, if approved at the AGM, will be paid within 30 days from the date of its declaration at the AGM.

7. Please take note of the above information on record.

धन्यवाद,

रेलटेल कॉर्पोरेशन ऑफ इंडिया लिमिटेड के लिए

JASMEET SINGH MARWAH
Digitally signed by JASMEET SINGH MARWAH
Date: 2026.07.28 15:42:45 +05'30'

जे. एस. मारवाह

कंपनी सचिव एव अनुपालन अधिकारी

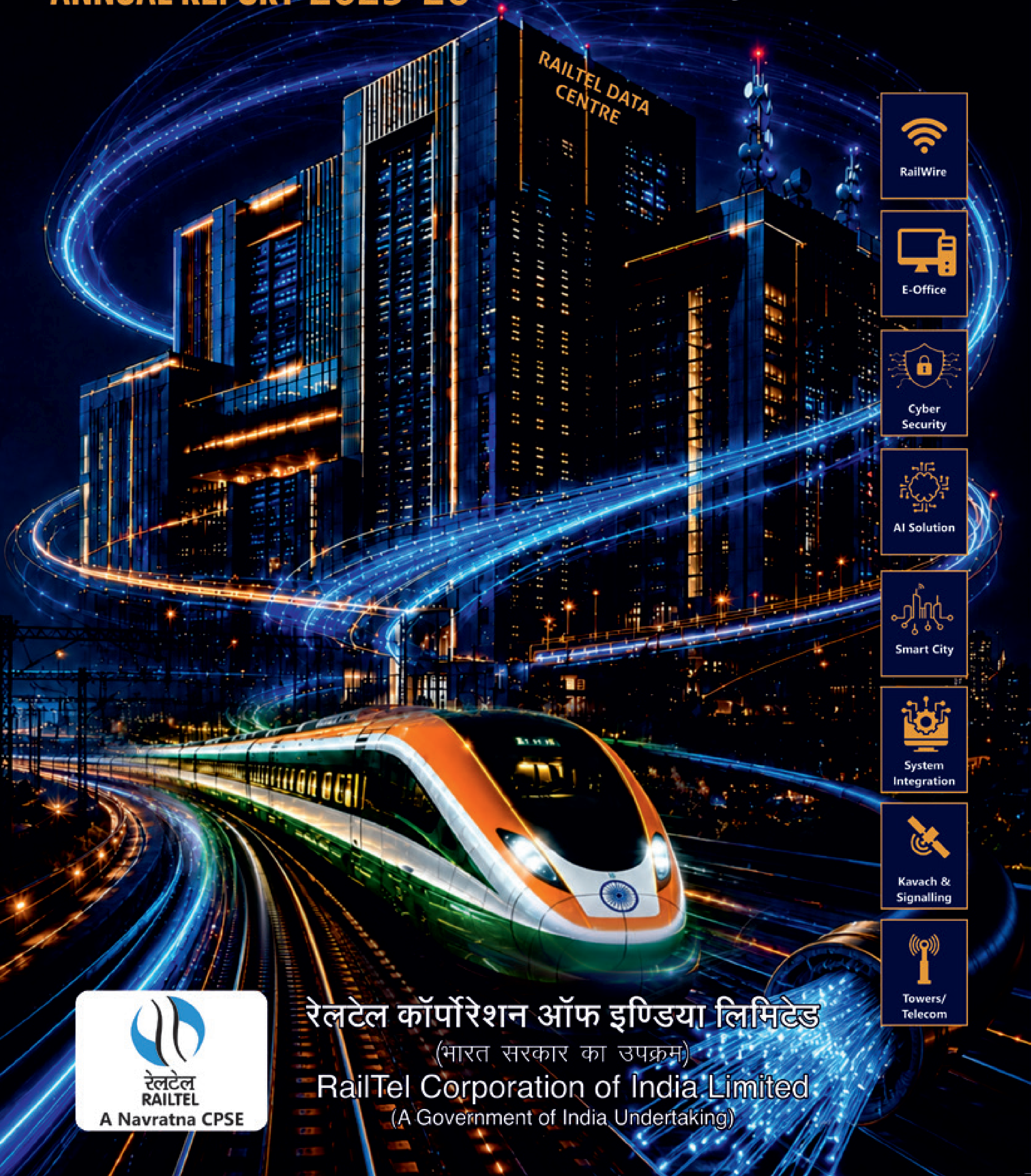
सदस्यता संख्या – एफ सी एस 8075

संलग्न: ऊपरोक्त अनुसार

वितरण:- 1) सहायक कंपनी सचिव को फाइल में रखने हेतु।
2) सहायक महाप्रबंधक/पी.आर.ओ.को वेबसाइट पर अपलोड करने हेतु।

26वीं
वार्षिक रिपोर्ट
ANNUAL REPORT-2025-26

—Accelerating—
DIGITAL TRANSFORMATION
for Viksit Bharat



रेलटेल
RAILTEL
A Navratna CPSE

रेलटेल कॉर्पोरेशन ऑफ इण्डिया लिमिटेड
(भारत सरकार का उपक्रम)
RailTel Corporation of India Limited
(A Government of India Undertaking)

VISION & MISSION

VISION

To become the preferred telecom solutions and services provider for knowledge economy

MISSION

To attain leadership in providing premier telecom infrastructure service by offering cost-effective state-of-the-art communication solutions

रेलटेल RAILTEL
A Navratna CPSE

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PRESENT COMPOSITION OF BOARD OF DIRECTORS

1.	Shri Sanjai Kumar	Chairman & Managing Director
2.	Shri V. Rama Manohara Rao	Director-Finance
3.	Shri Manoj Tandon	Director – Project, Operation & Maintenance
4.	Shri Yashpal Singh Tomar	Director – Network Planning & Marketing
5.	Shri Rameshwer Meena	Part-time Govt. Nominee Director
6.	Shri Ranjit Kumar	Part-time Govt. Nominee Director
7.	Smt. Asha Sharma	Part-time non-official Director/ Independent Director

KEY MANAGERIAL PERSONNEL (KMPs)

1.	Shri V. Rama Manohara Rao	Chief Financial Officer
2.	Shri J. S. Marwah	Company Secretary & Compliance Officer

REGISTERED & CORPORATE OFFICE

Plate-A, 6th Floor, Office Block Tower-2, East Kidwai Nagar, New Delhi-110023
Tele: +91 11-22900600 | Fax : +91 11-22900699

Website: www.railtel.in

REGIONAL OFFICES

Eastern Region:
Shri Zakir Husain Siddiqui
Principal Executive Director
19th Floor, Aurora Waterfront Building, Plot no. 34/1, Block – GN, Sector – V, Salt Lake City, Kolkata - 700071
Tele: +91 33-44041499 | Fax : +91 33-44041499

Western Region:

Shri Vinod Kumar Agarwal
Principal Executive Director
Western Railway Microwave Complex, Senapati Bapat Marg, Mahalakshmi,
Mumbai – 400013 | Tele: +91 22-24923907 | Fax: +91 22-24923913

Southern Region:

Shri K. Manohar Raja
Principal Executive Director
1-10-39 to 44, 6A, 6th Floor, Gumidelli Towers, Begumpet Airport Road, Opp. Shoppers Stop,
Hyderabad – 500016.
Tele: +91-40-27788000 | Fax: +91-40-27820682

Northern Region:

Shri Harish Pawaria

Principal Executive Director
6th Floor, IIIrd Block, Delhi Technology Park, Shastri Park, New Delhi-110053
Tele: +91 11-22185933-34 | Fax: +91 11-22185978

Data Centre Busines Unit

143, Institutional Area, Sector - 44,
Gurugram -122003, NCR (India)

Corporate Overview
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BANKERS

- Union Bank of India
- Axis Bank
- Yes Bank
- State Bank of India
- HDFC Bank
- Indian Overseas Bank
- RBL Bank
- ICICI Bank
- Indusind Bank
- IDBI Bank
- Kotak Mahindra Bank
- Bank of Baroda

STATUTORY AUDITORS

M/s Lunawat & Co.
Chartered Accountants
109 Magnum House-I
Karampura Complex
New Delhi-110015 (Delhi)

BRANCH AUDITORS

NORTHERN REGION:

M/s Lunawat & Co.,
Chartered Accountants
109 Magnum House-I,
Karampura Complex
New Delhi-110015 (Delhi)

SOUTHERN REGION:

M/s MSPR & Co.,
Chartered Accountants
Unit No. 5, 4th Floor, Imperial Towers,
Beside Ameerpet Metro Station
Ameerpet, Hyderabad Secunderabad
Hyderabad – 500016 (Telangana)

EASTERN REGION:

M/s S. Poddar & Co.,
Chartered Accountants
2, Lalbazar Street, 2nd Floor,
Room No. 201-203
Kolkata- 700017 (West Bengal)

WESTERN REGION:

M/s S C Ajmera & Co.,
Chartered Accountants
102, Vatsalya Building, Ekta CHS,
RTO Road, Andheri West Mumbai,
Mumbai – 400053 (Maharastra)

INTERNAL AUDITORS

Corporate Office:
S. Ramanand Aiyar & Co.
Chartered Accountants
708, Surya Kiran Building,
19 Kasturba Gandhi Marg
New Delhi - 110 001

NORTHERN REGION
M/s. Bansal & Co.
Chartered Accountants
A-6, Maharani Bagh,
New Delhi-110065

SOUTHERN REGION
M/s. B. M. Chatrath & Co. LLP
Chartered Accountants
Mangalgiri, Vinaygar Apartments
Flat No. 202, 8-6-616/3/E/2, Road No. 10
Banjara Hills, Hyderabad, Telangana-500034

EASTERN REGION
M/s. S. Guha and Associates
Chartered Accountants
16/1, Girish Vidya Ratna Lane, Kolkata-700 009

WESTERN REGION
M/s. J. N. Sharma & Co.
Chartered Accountants
142/C, Victor House, N.M. Joshi Marg, Lower Parel,
West Mumbai-400013

SECRETARIAL AUDITORS

M/s Amit Agarwal & Associates,
Company Secretaries
H – 63, Vijay Chowk, Laxmi Nagar, New Delhi – 110092

COST AUDITORS

M/s SAH & Co.
Cost Accountants
D-562, BLK-D, PKT-3, Bindapur,
Uttam Nagar, West Delhi, Delhi-110053

REGISTRAR & SHARE TRANSFER AGENT

M/s. Beetal Financial & Computer Services Pvt. Ltd
BEETAL HOUSE, 3rd Floor, 99, Madangir, Behind LSC,
New Delhi – 110062
Tel: +91 11-29961281-283, 26051061, 26051064
Website: www.beetalfinancial.com,
Investor grievance e-mail: railtel@beetalfinancial.com,
SEBI Registration No.: INR000000262

DEPOSITORIES

National Securities Depository Limited (NSDL)
Central Depository Services (India) Limited (CDSL)

ISIN: INE0DD101019

SHARE LISTED AT

Stock Exchanges	SCRIP Code/Symbol
BSE Limited (BSE)	543265
National Stock Exchange of India Limited (NSE)	RAILTEL

रेलटेल
RAILTEL
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COMPANY MILESTONES

2000-01

INCORPORATION YEAR
Incorporated as 'schedule A' CPSE under Ministry of Railways

2002-03

BANDWIDTH LEASE
Obtained IP-2 license to start commerical operations of leasing Bandwidth to private telco.

2012-13

MINI RATNA STATUS
Entered into the exclusive club of Mini Ratna (Category-I) Enterprises

2013-14

DC & RAILWIRE LAUNCH
Created 1st Tire-III data Center (DC) and Launched RailWire and DC services on Pan-India basis

2016-17

Started Wi-Fi rollout at Railway Stations with Google. Crossed 1 Lakh Subscribers in RailWire

"ON PATH TO BECOME A PREFERRED TELECOM SOLUTIONS PROVIDER OF KNOWLEDGE ECONOMY"

2019-20

- IMPLEMENTED E-OFFICE Over 106 Establishments of Indian Railways For 1,00,000 Users
- Wi-Fi Across 5600 + Stations Completed

2020-21

Launch of Initial Public Offer (IPO) and Listing of Equity Shares in Stock Exchanges

2021-22

Completed Hospital Management Information System (HMIS) implementation at 699 Railway Hospitals/Health Unit

2023-24

- Merger of RailTel Enterprises Ltd with RailTel Corporation of India Ltd.
- RailTel Establishes a Centre of Excellence (Cop for Railway Signalling

2024-25

Conferred with Navratna Status by the Department of Public Enterprises

2025-26

Foray into International Business

RAILTEL AT A GLANCE

RailTel
A Navratna CPSE

Our Key Services

Telecom Services

MPLS VPN, Leased Line, Tower Co-location, HD Video Conferencing, Retail broadband - RailWire, Managed Wi-Fi, Dark Fibre

Managed Data Centre & Hosting Services

Data Centre services, Cloud Services, Security Operation Centre Services, Aadhaar-based Authentication Services, e-Tendering

Project Management

- E-Governance applications
- Modernizing Railway Signalling System
- Tunnel Radio Communication
- Hospital Management Information System
- Smart City & Safe City Initiatives
- Video Surveillance System
- Wide Area Network (WAN) / Software Defined WAN (SDWAN)

Consultancy & Professional Development

- IT and ICT Consultancy Services
- Railway Signalling & Telecom Competence Certification/ Consultancy Services

Machine Vision & AI/ML Powered Solutions

Digital Twin: Leveraging AI to create a virtual representation of Railway and similar Systems & Operations for better planning and management.

AI-Based Predictive Maintenance System: Ensuring very high availability and reduced OPEX.

AI Assisted Health Expert System: Leveraging AI for advanced healthcare solutions.

AR/VR Based Systems: Offering immersive experiences for various applications.

Chairman's Speech

"RailTel's focus remains on strengthening India's digital infrastructure, expanding connectivity, driving innovation, and supporting the nation's digital transformation while steadily advancing its global aspirations."

It gives me great pleasure to address you at the Annual General Meeting of RailTel and to present the 26th Annual Report of our company. FY 2025-26 has been a landmark year for your Company — the first full year of operations following our elevation to Navratna status — and a year in which RailTel has delivered its strongest-ever financial and operational performance, driven by disciplined execution, operational efficiency, and the sustained trust of our customers and stakeholders.

Over the years, RailTel has expanded significantly beyond its original role as a captive telecom service provider for Indian Railways. Today, the company has developed strong capabilities across Telecom, IT & ICT services, Railway Signalling, Data Centres, Cloud Services and Digital Solutions. With a nationwide optic fibre network of over 63,000 RKM and more than 21,000 KM of city access network, RailTel today supports critical connectivity and digital infrastructure requirements across multiple sectors. Our Tier III certified Data Centres, RailCloud platform, Security Operation Centre and Network Operation Centres continue to strengthen our operational capabilities and service reliability.

I am pleased to share that RailTel has successfully achieved the prestigious CMMI Institute Maturity Level-5 certification in November 2025 for the Supplier and Services Domain, reaffirming the Company's commitment to global standards of process excellence, service quality, operational maturity and continuous improvement.

With a market capitalization of around ₹ 10,000 crore and continued investor confidence, your company remains focused on strengthening its infrastructure and expanding into new opportunities. During FY 2026-27, RailTel has planned a capital expenditure of approximately ₹ 241 crore towards network expansion, data centre infrastructure and technology upgradation.

STRONG FINANCIAL PERFORMANCE AND SUSTAINED GROWTH

I am happy to share that during FY 2025-26, RailTel recorded its highest-ever operating revenue of ₹ 4,277 crore, registering a robust year-on-year growth of 23% over ₹ 3,478 crore in the previous Financial Year. Profit Before Tax stood at ₹ 470 crore with growth of over 17% as compared to previous Financial Year while Profit After Tax stood at ₹ 346 crore (up over 16% YoY). EBITDA for the year stood at ₹ 658 crore, with an EBITDA margin of 15.22%. These results reflect the company's operational strength, execution discipline, and the increasing scale of mandates entrusted to your Company.

The Telecom segment contributed ₹ 1,500 crore, while the Project segment contributed ₹ 2,777 crore. RailTel continues to remain among the few profit-making and dividend-paying Telecom CPSEs in the country. During the year, the company paid ₹ 91.60 crore as licence fee to the Department of Telecommunications and ₹ 46.03 crore as revenue share to Indian Railways. The company has already paid interim Dividend of ₹ 2 per share for the Financial Year 2025-26. Board of Directors has proposed Final Dividend of ₹ 1.25 per share. Thus the total Dividend for Financial Year 2025-26 has been ₹ 3.25 per share. Earnings per share for FY 2025-26 stood at ₹ 10.79 as compared to ₹ 9.34 of 2024-25.

STRENGTHENING DATA CENTRE ECOSYSTEM

Data Centre and Cloud services continue to emerge as strategic growth pillars for RailTel. With increasing focus on data localisation, sovereign cloud, and secure digital infrastructure in the country, and supported by the Union Budget FY 2026-27 announcements incentivising data centre services, demand for reliable hosting, cloud and AI-ready infrastructure is growing steadily.

Work on RailTel's upcoming 10 MW Data Centre at Noida, being developed, is progressing as planned. The first phase of 5 MW capacity is expected to become operational shortly. In addition, RailTel is developing Edge Data Centres, particularly across Tier-2 and Tier-3 cities, to support low-latency digital services closer to end users. Two Edge Data Centres have already been completed and work on additional sites is progressing.

These facilities are expected to support emerging digital requirements in areas such as Artificial Intelligence, healthcare, cloud services, content delivery and IoT applications through low-latency and high-capacity infrastructure. RailTel has also entered into partnerships with a number of organizations for Data Centre colocation/ managed service offerings. Together, these initiatives position your Company as a credible provider of sovereign, AI-ready digital infrastructure in India.

ENABLING DIGITAL TRANSFORMATION OF INDIAN RAILWAYS

RailTel continues to play a pivotal role in supporting the digital modernization initiatives of Indian Railways. During the year, the company continued implementation of IP-based Video Surveillance Systems at more than 5,000 railway stations to improve passenger safety and strengthen security infrastructure.

The Hospital Management Information System (HMIS), implemented across 709 railway hospitals, is helping improve healthcare administration through digital health records, teleconsultation facilities and integration with the Ayushman Bharat Digital Mission. RailTel also continued deployment of NIC e-Office solutions across railway units, supporting paperless governance and improving administrative efficiency and transparency. Other than Indian Railways, NIC eOffice has been implemented for 150+ organizations and for approx. 45 organisations, implementation is under progress.

The company has also maintained and expanded free high-speed Wi-Fi connectivity at over 6117 railway stations across the country, including stations located in remote and rural areas. This initiative continues to contribute towards improving digital access for railway passengers and local communities.

MODERNISING RAILWAY SAFETY, SIGNALLING AND COMMUNICATION SYSTEMS

RailTel, with its deep expertise in signalling and communication systems, continues to execute important railway modernisation projects aimed at improving operational efficiency and safety. One of the key focus areas is implementation of Kavach, the indigenous Automatic Train Protection system. RailTel is currently executing multiple Kavach projects, including works in East Central Railway and West Central Railway covering more than 2,000 route kilometres. We intend to actively participate in future Kavach tenders as Indian Railways expands nationwide deployment of this mission-critical safety system.

RailTel is also making significant progress in Tunnel Communication Systems across several critical railway sections, including the Dharam-Banihal section in Jammu & Kashmir and the Rishikesh - Karnaprayag section, Sivok - Rangpo New BG Rail Line project and Bhairabi - Sairang New Single line Section of Lumding Division. In addition, RailTel is executing several Electronic Interlocking and Automatic Block Signalling projects across Indian Railways. These initiatives further strengthen RailTel's contribution towards modernization of railway infrastructure in the country. The Union Budget FY 2026-27 announcement of seven new freight corridors across Mumbai – Pune, Pune – Hyderabad, Hyderabad – Bengaluru, Hyderabad – Chennai, Chennai – Bengaluru, Delhi – Varanasi and Varanasi - Siliguri is also a strategically significant development which is expected to expand the medium-term opportunity landscape for your Company.

EXPANDING DIGITAL CONNECTIVITY THROUGH RAILWIRE

RailWire, RailTel's home broadband service, continues to expand steadily through a strong partner-led model. During FY 2025-26, RailWire served more than 6.15 lakh subscribers through a network of over 11,500 partners. The service generated revenue of approximately ₹ 350 crore with a growth of more than 36,000 subscribers during the year, and maintained an ARPU of around ₹ 474.

To enhance customer offerings, we are focusing on bundled service plans comprising high-speed internet, IPTV and premium OTT services at affordable prices. The company has also onboarded multiple IPTV service providers to offer regional and vernacular content, particularly for subscribers in rural and semi-urban areas. RailTel presently has more than 7,000 IPTV subscribers across the country.

The company is also working with Multi-System Operators (MSOs) and State Fibre Grid agencies to expand broadband connectivity in rural and underserved areas. RailTel's collaboration with Gujarat Fibre Grid Network Limited is helping extend broadband and IPTV services to remote regions through existing state fibre infrastructure.

DIVERSIFICATION INTO NEW SECTORS AND TECHNOLOGIES

Apart from Railways, RailTel has developed a strong presence across sectors such as Defence, Healthcare, Banking, Mining, Smart Cities, Insurance and Government projects. As on date, the company has a robust order book exceeding ₹ 10,400 crore. During FY 2025-26 alone, RailTel secured fresh work orders amounting to ₹ 7,363 crore, reflecting strong competitive positioning and customer trust.

The company is also witnessing growing opportunities in emerging technology areas. During the year, RailTel secured a project from the Transport Department, Government of Karnataka, for implementation of an AI-based Smart Enforcement System. Such projects reflect the company's expanding capabilities in AI-enabled and advanced digital solutions.

EXPANDING INDIA'S DIGITAL FOOTPRINT GLOBALLY

RailTel is steadily expanding its international footprint in line with India's vision of supporting digital transformation across developing nations. Leveraging its experience in implementing large-scale ICT projects in India, RailTel is actively exploring opportunities in South Asia, Africa and the Caribbean region.

RailTel began its international journey with the successful implementation of the Electronic LED Scoreboard project at the iconic Sabina Park Stadium in Kingston, Jamaica under an MEA-funded initiative. Recently, Hon'ble External Affairs Minister Dr. S. Jaishankar joined the Prime Minister of Jamaica in formally dedicating the scoreboard at Sabina Park. RailTel has also secured an MEA-funded project for supply of 2000 Make-in-India laptops for school students in Trinidad & Tobago, which were recently handed over by Hon'ble External Affairs Minister Dr. S. Jaishankar.

RailTel has also been entrusted by the Aarogya Maitri Cell, Government of India, for supply and marketing of the BHISHM Cube, an AI-enabled portable modular healthcare system developed for disaster response and emergency medical care. RailTel has already supplied these systems and imparted operational training in countries including Maldives, Jamaica, Cuba and Sri Lanka.

Further strengthening its international presence, RailTel has secured a prestigious overseas project from the Ministry of External Affairs for establishment of a Greenfield Data Centre for the Ministry of Foreign Affairs of Ethiopia in Addis Ababa under the Digital Ethiopia initiative. The company is also exploring strategic partnerships and opportunities in areas such as Digital Public Infrastructure, Data Centres, rural broadband connectivity and secure Government ICT solutions in several countries.

STRENGTHENING HUMAN CAPITAL

Our employees remain the foundation of RailTel's growth and success. As on 31 March 2026, the employee strength of your Company stood at 928. During the year, RailTel strengthened its workforce through recruitment across various technical and non-technical disciplines. Special emphasis was given to hiring professionals in the Data Centre domain to support the company's ongoing expansion and growing business opportunities in this sector. The company continued to organize training and skill development programmes in areas such as Cyber Security, Artificial Intelligence, Public Procurement, Finance and Human Resource Management. These initiatives are helping strengthen organizational capability and prepare our workforce for emerging technology requirements.

RECOGNITION FOR EXCELLENCE

During the year, RailTel was conferred with the prestigious SCOPE Eminence Award in the Digital Transformation category. The award was presented by the Hon'ble President of India, Smt. Droupadi Murmu, in recognition of RailTel's contribution towards digital innovation and modernization. This recognition is a matter of great pride for the entire RailTel family and reflects the company's sustained efforts in building robust digital infrastructure and delivering technology-driven solutions across sectors. It also reinforces RailTel's growing role as a key enabler in India's digital transformation journey.

RailTel also received a "Very Good" rating from the Department of Public Enterprises in the MoU evaluation for FY 2024-25. This recognition assumes greater significance considering the uncertain global economic environment and evolving geopolitical challenges during the year.

GOVERNANCE FRAMEWORK AND OPERATIONAL INTEGRITY

RailTel remains committed to maintaining high standards of corporate governance, transparency and accountability. Following the conferment of Navratna status, your Company has further strengthened its governance architecture. Your company has constituted various Board-level committees such as Audit Committee, CSR Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee for effective oversight and governance.

RailTel continues to comply with the provisions of Companies Act, 2013, applicable SEBI Regulations, guidelines issued by the Department of Public Enterprises, and applicable directives of the Central Vigilance Commission to the extent possible.

COMMITMENT TOWARDS SOCIAL RESPONSIBILITY AND INCLUSIVE GROWTH

Our Company's commitment towards social responsibility is reflected through the CSR initiatives undertaken across various sectors. The focus areas continued to include healthcare, education, women empowerment, skill development and environmental sustainability. In FY 2025–26, RailTel allocated ₹ 6.55 crore towards CSR initiatives.

One of RailTel's key CSR initiatives in the area of advanced technologies is its support to Gati Shakti Vishwavidyalaya, a Central University under the Ministry of Railways, for establishment of a Centre of Excellence focused on transport systems, smart mobility, digitalization and AI-driven technologies. The Centre aims to promote research and innovation in areas such as artificial intelligence, cyber security, sustainable technologies and energy-efficient IT infrastructure, while contributing towards development of a future-ready workforce and technology-driven transformation in the transport sector. The initiative is expected to create long-term impact by supporting innovation-led growth in India's transportation ecosystem.

RailTel Akansha Super 30, one of the Company's long-standing initiatives, continued to support meritorious students from underprivileged backgrounds through quality residential coaching for engineering entrance examinations. In the healthcare sector, RailTel continued initiatives such as Better Health Status for Women, focused on improving the health and nutritional well-being of women through awareness programmes, menstrual health and hygiene support, nutritional assistance, and access to basic healthcare services in underserved communities. RailTel also supported

Cancer Assistance Programmes that provide complete handholding support to cancer patients and their families through counselling, treatment guidance, emotional assistance, and wellness programmes throughout the treatment cycle across multiple hospitals. These sustained initiatives are helping create long-term impact in the lives of beneficiaries and communities.

Through these initiatives, RailTel remains committed to creating meaningful social impact and contributing towards the overall development and well-being of society.

OUTLOOK FOR FY 2026-27

Looking ahead, your Company is positioned at the intersection of three powerful structural tailwinds: the modernisation of Indian Railways, the rapid scaling of India's digital public infrastructure, and the emergence of AI-ready, sovereign data and cloud capacity. Strategic priorities for FY 2026-27 include accelerated execution of Kavach and railway signalling mandates; operationalisation of the Noida Data Centre and progressive rollout of Edge Data Centres; expansion of RailCloud, managed services, and cybersecurity offerings; selective participation in international opportunities under Government of India funded programmes; strengthening of working capital management and project execution discipline; and continued investment in human capital, governance, and ESG maturity commensurate with our Navratna standing. Your Company will pursue these priorities with execution discipline on forward-looking commitments, consistent with the disclosure expectations of a listed Navratna CPSE.

ACKNOWLEDGING THE COLLECTIVE EFFORT

I would like to express my sincere gratitude to all our stakeholders for their continued trust and support. I extend my appreciation to our shareholders, Board Members, Ministry of Railways, Railway Board, Zonal Railways, Department of Telecommunications, Ministry of Electronics & Information Technology and other Government departments and regulatory authorities for their guidance and cooperation.

I would also like to place on record my deep appreciation for the dedication, hard work and commitment of Team RailTel. It is because of their efforts that the company continues to achieve new milestones year after year. Going forward, we remain committed to sustainable growth, operational excellence and creating long-term value for all stakeholders as we build the digital infrastructure that will power a confident and connected Viksit Bharat.

Jai Hind.

Sd/-
Sanjai Kumar
Chairman & Managing Director
DIN: 06923630

BOARD OF DIRECTORS

1st Row Left to Right: Smt. Asha Sharma, Independent Director, **Shri Sanjai Kumar,** Chairman & Managing Director, **Shri Ranjit Kumar,** Part-time Government Nominee Director

2nd Row Left to Right: Shri Manoj Tandon, Director – Project, Operation & Maintenance, **Shri V. Rama Manohara Rao,** Director/Finance & Chief Financial Officer, **Shri Rameshwer Meena,** Part-time Government Nominee Director, **Shri Yashpal Singh Tomar,** Director – Network Planning & Marketing

PROFILE OF DIRECTORS

Shri Sanjai Kumar
Chairman & Managing Director
DIN: 06923630

Shri Sanjai Kumar took over the charge of Chairman & Managing Director w.e.f 23.09.2022. Prior to this, he was shouldering the responsibilities of the Director (Network Planning & Marketing) and (Project, Operations & Maintenance - Additional Charge) of RailTel. He is an Electronics and Telecommunication Engineering Graduate from University of Allahabad and joined Indian Railway Service of Signal Engineers (IRSSE) of Indian Railways in 1992. During his stint in various capacities in North Eastern Railway (NER), he worked in the areas of Train Operation, Planning & Construction of Signalling Systems including commissioning of Panel Interlocking at more than 50 stations in Samastipur, Sonpur & Varanasi divisions of the then NE Railway. He has a full-time Post Graduate Diploma in Management (PGDM) from prestigious Management Development Institute (MDI) Gurugram. Shortly after completing his PGDM, he joined RailTel Corporation of India Ltd in 2002 on deputation before taking absorption in 2008. Being associated with RailTel from its formative years, he has valuable experience of building an organization from scratch. He has been instrumental in creation of National Knowledge Network while associating with NIC.

Shri V. Rama Manohara Rao

Director/Finance & Chief Financial Officer
(DIN: 06689335)

Shri V. Rama Manohara Rao took over the charge of Director/ Finance w.e.f. 27.10.2022. He is a civil servant of 1998 batch of Indian Railway Accounts Service and carries rich experience in Infrastructure financing, policy formulation, budgeting and administrative fields across sectors of Rail Transport and Urban Development.

He held leadership positions in the Ministry of Railways, Government of India and in the Government of Andhra Pradesh on deputation.

He served as Senior Divisional Finance Manager in three Railway Divisions and as Director Finance in Railway Board, Ministry of Railways dealing with Union rail budget. On deputation to Government of AP, he served as Special Commissioner and Group Director Finance in AP Capital Region Development Authority and as the Secretary Municipal Administration and Urban Development in Government of AP.

He has served as Government nominated Director in both central and state government Public Sector Enterprises.

He has done Post Graduate Public Policy and Management Programme from Indian Institute of Management Bangalore and Maxwell School of Citizenship, Syracuse USA., and holds M.Sc. in Physics from Sri Venkateswara University, AP.

Mr. Rao has attended various leadership and training programs in United States (Maxwell School of Public Policy, Syracuse), Japan (JICA) and London (ESCP).

Shri Manoj Tandon took over the charge of Director — Project, Operations & Maintenance w.e.f. 20.03.2023. Shri Tandon is responsible for O&M of entire Telecom & IT infrastructure of RailTel, for expanding network capacities/reach/resiliency and for onboarding of cutting-edge technology solutions. He is also driving value added business to expand product portfolio.

Prior to this Shri Tandon was shouldering the responsibilities of the Group General Manager-Operations and also heading retail broadband business of RailTel. During his earlier stint in various capacities in RailTel, he worked in the areas of evolving Telecom operations to improve network resiliency and user experience.

Before joining RailTel, Shri Tandon has worked with leading Telecom Service Operators and delivered many greenfield telecom network rollouts. He also conceived transformational projects for continuous evolution of end-to-end network automation consisting of Service Assurance & Service fulfilment stacks to strengthen NOC's capabilities to ensure agile & efficient management of Network, Service & Customer Experience.

He believes strongly in, collaboration with industry players to expand reach & resiliency of network and partnerships with eco system players to leverage each other's strength to expand products portfolio and deliver value to customers.

He is Bachelor of Engineering in Electronics from Maulana Azad of Technology (REC/NIT), Bhopal in 1990 and attended many leadership development programs including Advanced Global Leadership program by SCOPE in collaboration with IIM Calcutta.

Shri Manoj Tandon

Director – Project, Operation & Maintenance (DIN: 10044053)

Shri Yashpal Singh Tomar

Director – Network Planning & Marketing
(DIN: 10215386)

Shri Yashpal Singh Tomar took over the charge of the post of Director (Network, Planning & Marketing) w.e.f. 04.07.2023 (A/N). Prior to this, Shri Yashpal Singh Tomar was shouldering the responsibilities of the Divisional Railway Manager, Palghat division of Indian Railways. He is M. Tech from IIT Kanpur and joined Indian Railway Service of Signal Engineers (IRSSE) of Indian Railways in 1992. During his stint in Central Railway, North Central Railway, South Central Railway, Research Designs and Standards Organisation (RDSO) Lucknow, Indian Railway Institute of Signal Engineering and Telecommunications (IRISET) Secunderabad, he worked in the areas of Railway Operations and Projects, Research and Development and Training. He has also worked as Group General Manager in his earlier stint to RailTel.

Shri Rameshwer Meena belongs to 1992 exam batch of Indian Railway Service of Signal Engineers (IRSSE), carries rich experience in Signalling & Telecommunication field involving planning, implementation and commissioning of Infrastructure projects over IR such as Railway electrification, Automatic Signalling, Doubling, Multi-Tracking. He is presently working as Executive Director/Signal in Railway Board, Ministry of Railways.

He has served at various positions in Western Railway, North Central Railway, Central Organisation for Railway Electrification of Indian Railways and also on deputation to Rail Vikas Nigam Ltd. (PSU under Ministry of Railways) dealing with construction and maintenance of Signalling & Telecom systems. He has ample experience in maintenance of Modern Signalling Systems of IR while working in North Central Railway.

He has attended Training programs on Train Protection Warning System in Italy & France.

Shri Rameshwer Meena

Part-time Government Nominee Director
(DIN : 10077767)

He took charge as part-time Govt. Nominee Director in RailTel Corporation of India limited w.e.f. 17.03.2023 and again reappointed w.e.f. 17.10.2025.

Shri Ranjit Kumar

Part-time Government Nominee Director
(DIN : 10404869)

Shri Ranjit Kumar is a 1997 batch officer of the Indian Railway Service of Signal Engineers and is presently working as Executive Director (Telecom Development) in the Ministry of Railways. He has approximately 27 years of experience in Construction, Maintenance, PSU (DFCCIL), Vigilance and Railway Board. He has worked as Sr. DSTE in Raipur and Nagpur Divisions of Indian Railway. He has acquired experience of commissioning of Signalling and Telecommunications mega projects and setting up of new Zonal infrastructure (all types of Telecom and IT assets). He has also been suitably awarded for his distinguished works. He has undertaken higher management courses in ICLIF, Kuala Lumpur and INSEAD, Singapore and has exposure in the international arena of Austrian and Hungarian Railways. He also has experience of finalisation and execution of global EPC contracts based on FIDIC conditions.

His current areas of interest include Technological up gradation and improving efficiency of IR telecom network.

He took charge as part-time Government Nominee Director of RailTel Corporation of India limited w.e.f. 15.12.2023.

Smt. Asha Sharma is a scholar and educator and has done her post-graduation in Mathematical Statistics from Maharishi Dayanand University, Rohtak. She has also completed Diploma in Computer Science and Applications from Annaamalai University. She was involved in teaching and training of biostatistics and data analysis to graduates and postgraduates enrolled in various academic courses including biotechnology. She also holds a Master's degree in Jyotirvigyan and continues to study Vedic astrology and Vāstuśāstra, blending ancient Indian wisdom with modern insight. She keeps in touch with her academics by regularly attending national and international conferences. She has dedicated nearly twenty years to social work, bringing her computer science and data analysis expertise to the field.

She took charge as Independent Director in RailTel Corporation of India limited w.e.f. 13.05.2025.

Smt. Asha Sharma

Independent Director (DIN: 11104989)

RAILTEL
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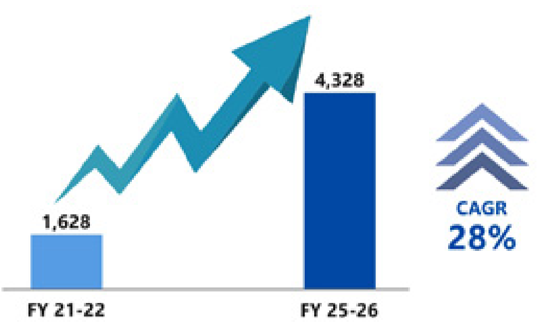
KEY FINANCIAL HIGHLIGHTS

GROSS REVENUE

₹ in Crore

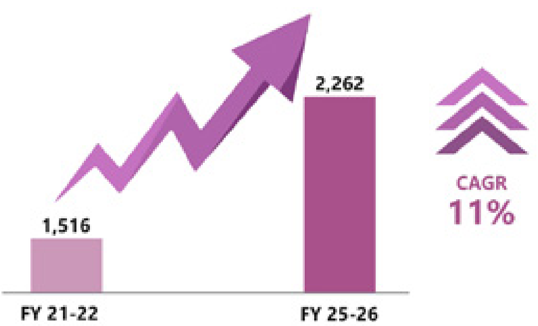


DIVIDEND PAYOUT

₹ in Crore

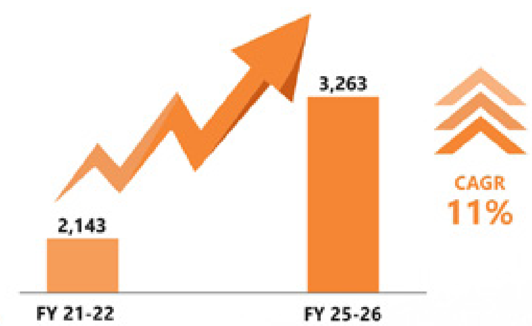
NET WORTH

₹ in Crore

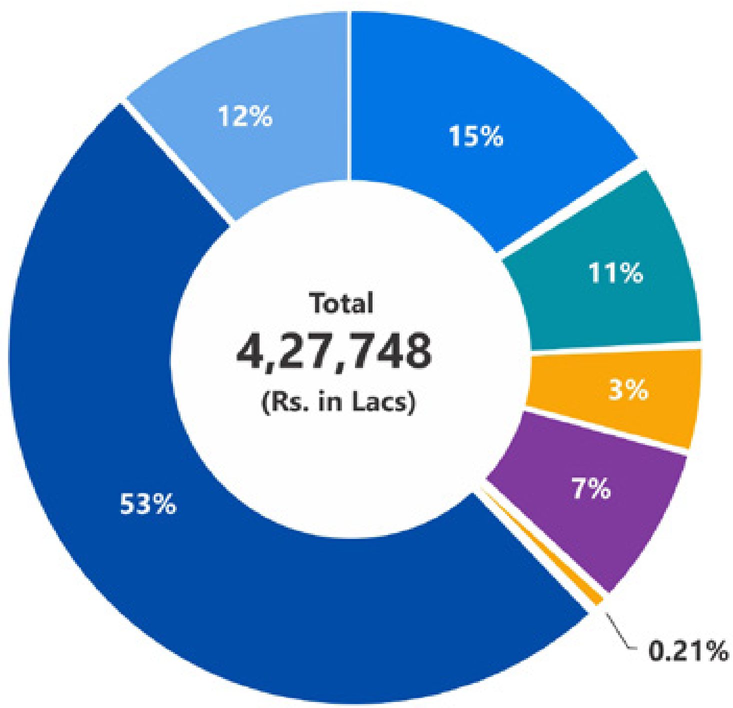


FIXED ASSETS (GROSS BLOCK)

₹ in Crore



REVENUE MIX



Particulars	Rs. In Lacs	% of Total
NLD Service	63,979	15%
ISP Services	45,184	11%
IP-1 Services	10,928	3%
ICT	29,098	7%
Other Operating Revenue	880	0.21%
Income from Other Projects	2,27,370	53%
Income from Railways Projects	50,309	12%

RAILTEL
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LOOKING BACK AT A LAST DECADE

(₹ in Crore)

S. No.	Particulars	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
1	Total Income (incl. other income)	900	1025	1017	1112	1366	1598	1981	2622	3551	4,328
2	Expenditure (incl.increase/ decrease in stock)	595	712	690	751	1012	1158	1572	2109	2948	3,645
3	Interest Expenses	-	-	-	-	-	-	-	-	-	-
4	Depreciation	116	119	112	131	159	160	154	158	180	189
5	Profit before tax and Exceptional Item	-	194	215	230	195	280	255	355	424	494
6	Exceptional Items	-	-	36	49	-	-	2.06	26.72	21.72	24.36
7	Profit before tax	189	194	179	181	195	280	253	328	402	470
8	Profit after tax	127	156	110	138	140	208	187	246	300	346
9	Dividend pertaining to FY	51.53	62.47	64.20	68.06	70.61	77.02	81.83	91.47	91.47	104.30
10	Reserves & surplus	836	928	963	1040	1082	1195	1316	1506	1679	1,941
11	Fixed Assets (Gross block)	1,531	1643	1856	*1942	*1980	*2143	*2331	*2570	*2898	*3,263
12	Inventories	0.22	-	0.87	0.49	1.21	1.00	0.92	3.01	0.01	-
13	Share Capital	321	321	321	321	321	321	321	321	321	321
14	Capital employed	1,153	1249	1284	1361	1403	1516	1636	1827	2000	2,262
15	Net Worth	1,153	1249	1284	1361	1403	1,516	1636	1827	2000	2,262
16	Number of Employees (nos)	814	793	754	721	700	698	765	858	881	928
17	Income per employee	1.11	1.29	1.35	1.54	1.95	2.29	2.59	3.06	4.0	4.66
18	Current ratio	1.50:1	1.69:1	1.41:1	1.32:1	1.48:1	1.29:1	1.38	1.21	1.29	1.32
19	Debt/equity ratio	-	-	-	-	-	-	-	-	-	-
20	Expenditure / income	66.11%	69.46%	67.85%	67.54%	74.08%	72.47%	79.36%	80.43%	83.02%	84.22%
21	PBT Before Exceptional Item/ Capital Employed	-	15.53%	16.74%	16.90%	13.90%	18.47%	15.56%	19.43%	21.20%	21.84%
22	PBT/ Capital Employed	16.36%	15.53%	13.94%	13.30%	13.90%	18.47%	15.43%	17.95%	20.10%	20.76%
23	PAT/ Share capital	39.48%	48.60%	34.27%	42.99%	43.61%	64.80%	58.39%	76.64%	93.46%	107.91%
24	PBT Before Exceptional Item/ Total Income	-	18.93%	21.14%	20.68%	14.28%	17.52%	12.86%	13.54%	11.94%	11.41%
25	PBT/ Total Income	20.95%	18.93%	17.60%	16.28%	14.28%	17.52%	12.75%	12.51%	11.32%	10.85%
26	PAT/ Total Income	14.08%	15.22%	10.82%	12.41%	10.25%	13.02%	9.46%	9.38%	8.45%	8.00%
27	PAT/Net Worth	10.99%	12.49%	8.57%	10.14%	9.98%	13.72%	11.45%	13.46%	15.00%	15.31%
28	Dividend/PAT	40.66%	40.04%	58.36%	49.32%	50.44%	26.92%	43.76%	37.18%	30.49%	30.12%
29	Dividend/Net worth	4.47%	5.00%	5.00%	5.00%	5.03%	5.08%	5.01%	4.96%	4.57%	4.61%
30	Book Value per share (In Rupees)	36	39	40	42	44	47	51	57	62	70
31	Basic EPS (In Rupees)	3.95	4.87	3.42	4.31	4.37	6.49	5.84	7.67	9.34	10.79

*It Includes Right of use Assets.

Corporate Overview
Statutory Reports
Financial Statements

RAILTEL CORPORATION OF INDIA LIMITED

(A Govt. of India Undertaking)
CIN: L64202DL2000GOI107905
Registered and Corporate Office: Plate-A, 6th Floor, Office Block Tower-2,
East Kidwai Nagar, New Delhi-110023
Website: www.railtel.in **Email ID:** cs@railtel.in
Telephone: +91 11 22900600 **Fax**: +91 11 22900699

NOTICE

NOTICE is hereby given that the **Twenty-Six (26th) Annual General Meeting** ("**AGM**") of the Member of RailTel Corporation of India Limited will be held on **Thursday, 20th August, 2026** at **12.30 Hrs (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")** to transact the following businesses:-

ORDINARY BUSINESS:

1) To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Report of the Board of Directors and Auditors thereon and the Comments of the Comptroller & Auditor General ("**C&AG**") of India thereon.

2) To confirm the payment of Interim Dividends for the Financial Year 2025-26 and to declare the Final Dividend for the Financial Year 2025-26.

3) To appoint a Director in place of **Shri Yashpal Singh Tomar, Director/Network, Planning & Marketing (DIN: 10215386)** who retires by rotation and being eligible, offers himself for reappointment.

4) To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by C&AG of India for the Financial Year 2026-27.

SPECIAL BUSINESS:

5) **Re-appointment of Shri Rameshwer Meena (DIN: 10077767) as** Part-time Govt. Nominee Director **not liable to retire by rotation.**

To consider, and if thought fit, to pass with or without modification(s) the following resolution as **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 152, 161(3) and other applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, Regulation 17(1C) and other applicable provisions, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company**,** the re-appointment of Shri Rameshwer Meena, (DIN: 10077767), who has been re-appointed as Part-time Govt. Nominee Director on the Board of the Company by the Board of Directors with effect from 17/10/2025 in terms of Ministry of Railways Letter No. 2022/PL/57/10 dated 17/10/2025, be and is hereby approved as Part-time Govt. Nominee Director w.e.f. 17/10/2025, not liable to retire by rotation, till he holds the post of Executive Director/E&R, Railway Board or further orders, whichever is earlier and on such terms & conditions and tenure as may be determined by the President of India acting through Ministry of Railways from time to time."

6) Ratification of the remuneration of the Cost Auditors for the Financial Year 2026-27

To consider, and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the Company hereby ratifies the remuneration of M/s. SAH & Co., Cost Accountants appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records ofthe Company for the Financial year 2026-27 at a remuneration of ₹48,000/- plus GST.

By the order of Board of Directors

For RailTel Corporation of India Limited

Sd/-

Date: 27th July, 2026 — **(J.S. Marwah)**

Place: New Delhi — **Company Secretary & Compliance Officer**

Notes: -

1. Pursuant to General Circular No. 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs ("MCA Circulars") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 26th Annual General Meeting of the Company is being conducted through Video Conferencing or any Other Audio-Visual Means (**"VC/OAVM"**) facility provided by National Securities Depository Limited (**"NSDL"**) without the physical presence of the Shareholders at a common venue. The registered office of the Company as stated in this Notice shall be the deemed venue of the AGM. The members can attend and participate in the AGM through VC/OAVM.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. However, MCA while granting the relaxations to hold the AGM through VC/OAVM has also provided exemption from the requirement of appointing proxies. Hence for this AGM, the facility for appointment of proxy by the members is not being provided. Accordingly, the proxy form, attendance slip and the route map of the venue have

also not been provided along with the notice. In pursuance of section 112 and section 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting or for participation and voting in the AGM.

3. In line with the aforesaid MCA Circulars and SEBI Circular, the Notice of AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 as amended, and the MCA Circulars, the Company is providing facilityof remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL. Those shareholders who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting system during the AGM.

8. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.railtel.in . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

9. Pursuant to Section 139 (5) of the Companies Act, 2013, the Statutory Auditors of the Government company are appointed by the C&AG and in terms of Section 142 of the Companies Act, 2013, the remuneration has to be fixed by the Company in the AGM or in such manner as the company in AGM may determine. The Members may authorize the Board of Directors of the Company to fix the remuneration of Statutory Auditors on the recommendation of the Audit Committee for the Financial Year 2026-27.

10. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Businesses, as set out above is annexed hereto.

11. Brief resume/Profile of the Directors seeking appointment/re-appointment at AGM, as required under Regulation 36 of SEBI (LODR) Regulations, 2015, is annexed hereto and forms part of the Notice.

12. Dividend:-

i) The Board of Directors, in its meeting held on 29th October, 2025 and 9th March, 2026, had declared an 1st and 2nd Interim Dividend of ₹ 1.00/- per share respectively (i.e. @ 20% on the paid-up equity share capital of the Company) for the Financial Year 2025-26. The Board of Directors of the Company in its meeting held on 30th April, 2026 had further recommended a Final Dividend of ₹ 1.25/- per share (i.e. @ 12.5% on the paid-up equity share capital of the Company) for the Financial Year 2025-26 which is subject to approval of shareholders in the AGM.

ii) The Company has fixed **13th August, 2026** as record date for the purpose of determining the members eligibility to receive final dividend. Final dividend, if approved at the AGM shall be paid within 30 days from the date of its declaration at the AGM.

iii) Members, who have not registered their NECS Mandate, are requested to send their NECS Mandate request to their Depository Participant. Members who have not registered their e-mail addresses/Bank details can update the same by contacting their respective Depository Participants as per the process advised by them.

13. Procedure for Inspection of Documents:-

Members who wish to inspect the relevant documents referred to in the Notice can send an email to cs@railtel.in on or before **16th August 2026** mentioning their name, demat account number/folio number, email id and mobile number.

14. Other Information:-

i) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members are, therefore, requested to update their PAN with their DP/ RTA of the Company.

ii) Annual listing fees for the Financial Year 2025-26 has been paid to the Stock Exchanges wherein the equity shares of the Company are listed (i.e. BSE and NSE). Also, the Annual Custodian Fee for the Financial Year 2025-26 has been paid to both Depositories [i.e. Central Depository Services (India) Limited and National Securities Depository Limited].

iii) The Company has appointed M/s. Balika Sharma and Associates, Practicing Company Secretary as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

iv) The results of the e-voting indicating the number of votes cast in favour or against each of the Resolution(s), invalid votes and whether the Resolution(s) have been carried out or not, together with the Scrutinizer's Report, will be uploaded on the website of the Company i.e. www.railtel.in and on NSDL website i.e. www.evoting.nsdl.com and will also be submitted to BSE Limited and National Stock Exchange of India Limited within the prescribed time.

15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Monday, 17th August 2026** at **09:00 A.M.** and ends on **Wednesday, 19th August 2026 at 05:00 P.M**. The remote e-voting module shall be disabled by NSDL for voting thereafter.The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Thursday, 13th August 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Thursday, 13th August 2026**.

16. How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

Type of shareholders	Login Method
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to balikasharma@gmail.com with a copy marked to evoting@nsdl.com and cs@railtelindia.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Ms. Pallavi Mharte-Senior Manager) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (cs@railtelindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (cs@railtelindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and

Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@railtelindia.com). The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@railtelindia.com from 14th August 2026 (Friday) to 17th August 2026 (Monday). Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

17. A brief resume/profile of Shri Yashpal Singh Tomar, Director/Network, Planning & Marketing (DIN: 10215386 who retires by rotation and being eligible, offers himself for reappointment as set out in Item no. 3, is enclosed as **Annexure-I**.

18. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR SPECIAL BUSINESS ITEMS: -

Item No. 5:- Re-appointment of Shri Rameshwer Meena (DIN: 10077767) as Part-time Govt. Nominee Director not liable to retire by rotation.

i) Shri Rameshwer Meena, (DIN: 10077767) was re-appointed as Part-time Govt. Nominee Director by the Board of Directors of the Company in terms of MoR Letter no. No.2022/PL/57/10 dated 17/10/2025 till he holds the post of Executive Director/E&R, Railway Board or further orders of MoR, whichever is earlier on such terms & conditions as may be determined by the President of India acting through MoR from time to time.

ii) Shri Rameshwer Meena had also been on the Board of Director of the Company as Part-time Govt. Nominee Director from 16/03/2023 to 10/09/2025.

iii) Shri Rameshwer Meena is eligible for appointment as Director in terms of provisions of Section 164 of the Companies Act, 2013.

iv) Brief profile of Shri Rameshwer Meena is enclosed as **Annexure – I**.

v) None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise except Shri Rameshwer Meena, in the resolution set out at Item No. 5 of the Notice. The Board recommends the Ordinary Resolution set out at Item No. 5 for the approval of Members.

Item No. 6:- Ratification of the remuneration of the Cost Auditors for the Financial Year 2026-27

i) Based on the recommendations of the Audit Committee, the Board of Directors at its meeting held on 08th July, 2026 has approved the appointment of M/s. SAH & Co. Cost Accountants, as Cost Auditors of the Company for the Financial Year 2026-27 at a remuneration of ₹48,000/- plus GST to conduct the audit of cost records maintained by the Company as per the applicable Rules/ Guidance Note, etc., or any amendments thereof. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company. Accordingly, consent of the members is sought by passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the FY 2026-27, as approved by the Board.

ii) The Board of Directors of your Company recommends the passing of resolution as an Ordinary Resolution.

iii) None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, interested or concerned financially or otherwise in the resolution set out at Item No. 6 of the notice.

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Annexure-I

Brief Profile of the Director(s) seeking appointment/reappointment, as set out in this Notice, in terms of SEBI (LODR) Regulations, 2015 & Secretarial Standard-2:

Particulars	Name of Directors	
	Shri Rameshwer Meena	Shri Yashpal Singh Tomar
DIN	10077767	10215386
Date of Birth & Age	DoB - 07/07/1970 Age - 56	DoB - 15/12/1969 Age - 56
Date of Appointment (initial)	17/10/2025	04/07/2023
Qualifications	He is an Indian Railway Service of Signal Engineer (IRSSE)	He is M. Tech from IIT Kanpur
Brief Resume and Expertise in specific functional areas and Experience	Shri Rameshwer Meena belongs to 1992 exam batch of Indian Railway Service of Signal Engineers (IRSSE), carries rich experience in Signalling & Telecommunication field involving planning, implementation and commissioning of Infrastructure projects over IR such as Railway electrification, Automatic Signalling, Doubling, Multi-Tracking. He is presently working as Executive Director/ER in Railway Board, Ministry of Railways. He has served at various positions in Western Railway, North Central Railway, Central Organisation for Railway Electrification of Indian Railways and also on deputation to Rail Vikas Nigam Ltd. (PSU under Ministry of Railways) dealing with construction and maintenance of Signalling & Telecom systems. He has ample experience in maintenance of Modern Signalling Systems of IR while working in North Central Railway. He has attended Training programs on Train Protection Warning System in Italy & France.	Shri Yashpal Singh Tomar took over the charge of the post of Director (Network, Planning & Marketing) w.e.f. 04/07/2023 (A/N). Prior to this, Sh. Tomar was shouldering the responsibilities of the Divisional Railway Manager, Palghat division of Indian Railways. He is M. Tech from IIT Kanpur and joined Indian Railway Service of Signal Engineers (IRSSE) of Indian Railways in 1992. During his stint in Central Railway, North Central Railway, South Central Railway, Research Designs and Standards Organisation (RDSO) Lucknow, Indian Railway Institute of Signal Engineering and Telecommunications (IRISET) Secunderabad, he worked in the areas of Railway Operations and Projects, Research and Development and Training. He has also worked as Group General Manager in his earlier stint to RailTel.

Particulars	Name of Directors	
	Shri Rameshwer Meena	Shri Yashpal Singh Tomar
Relationship with Directors & KMP inter-se	No inter-se relationship with any other Directors or KMP of the Company.	No inter-se relationship with any other Directors or KMP of the Company.
Directorship in other companies including equity listed companies and excluding foreign companies	Nil	Nil
Details of listed entities from which resigned in the past three years	Nil	Nil
Shareholding of non-executive directors in RCIL including shareholding as a beneficial owner	Nil	Nil
Chairmanship/ Membership of Committees across all Public companies	RailTel Corporation of India Ltd. Member - Audit Committee and Nomination & Remuneration Committee	RailTel Corporation of India Ltd. Member - Risk Management Committee
Terms and conditions of appointment and proposed remuneration to be paid	Re-appointment as per order of the President of India vide Ministry of Railway's letter no. No. 2022/PL/57/10 dated 17/10/2025	Appointment as per order of the President of India vide Ministry of Railway's letter no. 2022/ (O) II/40/23 dated 27/06/2023
Remuneration last drawn	Not applicable	As mentioned in the Report on Corporate Governance
Number of Board meetings attended in FY 2025-26 during their tenure	6 out of 6 Board Meetings attended*	6 out of 6 Board Meetings attended
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements*	RailTel being a Govt. Company, the skill and capabilities for the role of Part-time Government Nominee Directors are identified by DPE/ MoR	--

*Shri Rameshwar Meena ceased to be Part-time Govt. Nominee Director w.e.f. 10/09/2025 and re appointed as Part-time Govt. Nominee Director w.e.f. 17/10/2025.

Board's Report

Dear Shareholders,

Your Company's Directors are pleased to present 26th Annual Report of the Company, together with the Auditors' Report and Comments of the Comptroller and Auditor General of India (**"C&AG"**), for the Financial Year ended 31st March, 2026 prepared in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**) as amended from time to time.

1. Company Overview

RailTel Corporation of India Limited (RCIL or RailTel) is a Navratna CPSE under the administrative control of Ministry of Railways, Government of India and a listed entity on NSE and BSE. RailTel is an ICT provider and one of the largest neutral telecom infrastructure providers in the country owning a Pan-India optic fiber network. The OFC network covers important towns & cities of the country and several rural areas.

RCIL was incorporated on September 26, 2000 with the aim of modernizing the existing telecom system for train control, operation, safety and to generate additional revenues by creating nationwide broadband and multimedia network, laying optical fiber cable using the right of way along railway tracks. Presently, the optic fiber network of RailTel covers over 63000+ route kilometers and covers 7000+ railway stations across India. Our citywide access across the country is 21000+ kms.

RailTel's various operations are certified for, ISO 27001:2022-Certified for Information Security Management System, ISO 20000-1:2018-Certified for Information Technology Service Management System, ISO 9001:2015-Certified for Quality Management System, ISO 27017:2015 Certified for Information Security for Cloud Services, ISO 27018:2019-Certified for Data Privacy in Cloud Service, ISO 14001:2015-Certified for Environmental

Management System Standard, ISO 17024:2012-Certified for Telecom Services, Railway Signalling & Telecom Training, Design Testing and Licensing Services and CMMI Maturity Level-5-Certified for Process Improvement. The RailTel's Data Centres are Tier-III (Design & Facility) certified.

RCIL has a strategic relationship with the Indian Railways and it undertakes a wide variety of projects including provision of mission critical connectivity services like IP based video surveillance system at stations, 'NIC's e-Office' services and implementing short haul connectivity between stations and long haul connectivity to support various organizations within the Indian Railways. RailTel also provide various passenger services including content on demand services and Wi-Fi across major railway stations in India.

RCIL believes that their experience and expertise in handling and undertaking telecom and ICT projects, has led them to be selected for implementation of various mission-mode projects for the Government of India including rolling out the National Knowledge Network, Bharat Net Phase I (formerly, the National Optical Fiber Network) and USOF funded optical fiber- based connectivity project in North East India.

RCIL being a "Navratna" PSU is steaming ahead in the enterprise segment with the launch of various services coupled with capacity augmentation in its Core network. Your company stands as the only telecom PSU, which is a 100% debt free company and consistently profit- making and dividend paying PSU in telecom sector.

2. Financial Highlights

During the financial year, your Company has achieved total turnover of **₹ 4328** Crore. The Company has observed an increase of 23% in its revenue from operations which comes out to be **₹ 4277** Crore. The summarized financial results of your Company are shown in **Table 1**.

Table1: Financial Highlights of Company

(In ₹ Crore)

Particulars	Year ended 31/03/2026	Year ended 31/03/2025
Total Revenue		
- Revenue from Operations	4277.48	3477.50
- Other Income	47.86	66.01
- Finance Income	2.29	7.53
Expenditure excluding depreciation	3644.80	2947.14
Depreciation	188.89	180.40
Profit Before Interest, Tax & Exceptional items	**493.94**	**423.50**
Interest	-	-
Exceptional Items	24.36	21.72
Tax/ Others	123.26	101.97
Profit for the Year	**346.32**	**299.81**
Basic EPS (In ₹)	10.79	9.34

3. Listing of Shares

The equity shares of the Company got listed on 26/02/2021 on National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE"). The Scrip Code for equity shares of RCIL assigned by BSE is **543265** and Scrip Symbol assigned by NSE is **RAILTEL**.

4. Share Capital

During the financial year, there is no change in the authorized, issued, subscribed and paid-up Share Capital of the Company. The authorized share capital of the Company stood at ₹1,050 Crore comprising of 105,00,00,000 equity shares of face value of ₹ 10/- each and the issued, subscribed and paid-up share capital of the Company stood at ₹ 320.94 crore divided into 32,09,38,407 crore Equity Shares of ₹ 10 each as on 31st March, 2026 including ₹ 305.94 crore worth of equity share issued for consideration other than cash.

The details of dematerialization of shares, Demat Suspense Account/Unclaimed Suspense Account is provided in the Corporate Governance Report as annexed to this report.

5. Dividend

The Company is focused on enhancing shareholder's value and has a consistent track record of dividend payment.

During the FY 2025-26, the Board of Directors had declared and paid interim dividend twice, totalling to ₹2 per share on the face value of ₹10 each amounting to ₹64.19 Crore. Further, the Board of Directors has recommended payment of a final dividend of ₹1.25 per share on the face value of ₹10 each amounting to ₹40.12 Crore for the FY 2025-26 which is subject to the approval of the shareholders.

With this, the total dividend for the FY 2025-26 would aggregate to ₹104.30 Crore (i.e. 32.50% of the paid-up share capital of the Company).

The Dividend has been declared in line with the Dividend Distribution Policy which is framed in terms of Regulation 43A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 as amended and the guidelines on "Capital Restructuring of Central Public Enterprises" issued by the DIPAM. The said Policy is available on the Company's website i.e. https://www.railtel.in/images/pdf/Dividend%20Distribution%20Policy.pdf

6. Revenue Share to Indian Railways & license fee to DOT

The Company is also contributing by way of revenue share @ 7% on services to Indian Railways and the total share of such contribution during FY 2025-26 comes to ₹ 46.03 Crore as against such share of ₹ 42.35 Crore in the preceding year. The cumulative revenue share to Railways is amounting to ₹ 521 Crore till this year.

Besides, the Company has also paid license fee @8% (at present) to DoT, Govt. of India on its income from telecom business carried by it under licenses granted to it. During the year, the company paid license fee of ₹ 91.60 Crore as against ₹ 88.56 Crore in preceding year to the DoT. The cumulative license fee paid to DoT is amounting to ₹ 846 Crore till this year.

7. Reserves

The Company appropriated its profit earned during the year under review. The Company has not transferred any amount to the General Reserves during the year. The total reserves & surplus at the end of the FY 2025-26 is ₹ 1941 Crore.

8. Capital Expenditure

During the year, Capital expenditure of ₹ 272 Crore approx. was incurred mainly on OFC related assets, Data Centre, Telecom & Radio equipments, software & Licenses, Battery, Land etc. The Company made commitments to the tune of ₹ 345 Crore on capital account and accordingly, expenditure would be booked during the upcoming financial year.

9. Declaration from Independent Directors

RCIL has received a declaration from its Independent Directors stating that they have met the criteria of independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) read along with Regulation 25(8) of Listing Regulations and are not disqualified from continuing as Independent Directors.

There is no extension of any Independent Director for a term exceeding Five (5) years as per Section 149(10) of the Companies Act, 2013.

10. Number of Meetings of Board

The Board met six (6) times for transacting the business of the Company during the FY 2025-26 i.e., on 01/05/2025, 15/06/2025, 28/07/2025, 29/10/2025, 02/02/2026 and 09/03/2026. The particulars of the meetings held and attended by Directors are detailed in the Corporate Governance Report as annexed to this report.

11. Details of changes in Directors and other Key Managerial Personnel:

The following changes took place in the Board/Key Managerial Personnel of the Company during the year and up-to date of Report:

Appointment of directors: -

1. Dr. Subhash Sharma has been re-appointed as Part-time non-official Director/Independent Director w.e.f. 15/04/2025.
2. Smt. Asha Sharma has been appointed as Part-time non-official Director/Independent Director w.e.f. 13/05/2025.
3. Shri Rameshwar Meena has been re-appointed as Part-time Govt. Nominee Director w.e.f. 17/10/2025.

Cessation of Directors: -

1. Shri Rameshwar Meena had ceased to be Part-time Govt. Nominee Director w.e.f. 10/09/2025.
2. Upon completion of tenure, Dr Subhash Sharma ceased to be Part-time non-official Director/ Independent Director of the Company w.e.f. 15/04/2026.

12. Retirement of Director by Rotation

In terms of the Companies Act, 2013, the provisions with respect to the retirement of Directors by rotation will not be applicable to the Independent Directors of the Company. In view of this, no Independent Director is being considered to be retired by rotation. The Part-time Govt. nominee directors are considered as directors not liable to retire by rotation and all other directors (i.e. functional directors) are considered as director liable to retire by rotation. Accordingly, Shri Yashpal Singh Tomar (DIN:10215386) will be retiring in the AGM and being eligible, offers himself for reappointment.

13. Remuneration to Directors

RCIL, being a Government Company under the provisions of the Companies Act, 2013, all the Directors of the Company are appointed by the President of India acting through Ministry of Railways (**"MoR"**), Government of India. The functional Directors draw remunerations under Industrial Dearness Allowance pattern of pay scale as pre-determined by the Government and as per the terms and conditions of their appointment issued by the Government of India from time to time.

The Part time Government Nominee Directors on the Board of the Company do not draw any remuneration from the Company.

The Part-time non-official Directors/Independent Directors are paid a sitting fee for attending the Board Meeting and Committee Meetings as mentioned below, besides cost of travel and lodging in case of outstation Directors.

a. **From 1st April 2025 to 8th March 2026:** ₹20,000/- per meeting for attending the Board Meeting and Committee Meetings

b. **From 9th March 2026 to 31st March 2026:** ₹ 40,000/- per meeting for attending the Board Meeting and ₹ 30,000/- per meeting for attending the Committee Meetings

14. Policy on Performance Evaluation of Directors

RCIL is a Government Company under the administrative control of MoR. The functional directors including Chairman and Managing Director are selected on the recommendations of Public Enterprises Selection Board in accordance with the procedure and guidelines laid down by Government of India.

The Company enters into Memorandum of Understanding (**"MoU"**) with the Administrative Ministry, i.e., MoR every year, containing key performance parameters for the company. The performance of the Company is evaluated by Department of Public Enterprise vis-à-vis MoU entered into with the MoR.

The evaluation of performance of Functional Directors includes self-evaluation by the respective functional directors and subsequent assessment by CMD with final evaluation by the MoR (the administrative ministry).

The performance evaluation of CMD includes self-evaluation and final evaluation by the MoR.

In respect of Part-time Government nominee directors, their evaluation is done by the MoR as per the procedure laid down. Since, Independent Directors are appointed by the administrative Ministry, their evaluation is also done by the MoR and Department of Public Enterprises (**"DPE"**).

Ministry of Corporate Affairs (**"MCA"**) vide its circular dated June 5, 2015 had exempted Government Companies from the provisions of section 178(2) of the Companies Act, 2013, which requires performance evaluation of every director by the Nomination & Remuneration Committee. The circular further exempted Government Companies from the provisions of Section 134 (3) (p) of Companies Act 2013, if directors are evaluated by the Ministry which is administratively in-charge of the Company as per its own evaluation methodology.

Further, MCA vide its notification dated 5th July, 2017 had exempted the provisions relating to review of performance of Chairperson and non-independent directors and the Board as a whole from evaluation mechanism, prescribed in Schedule IV of the Companies Act, 2013, for Government Companies.

15. MOU with Administrative Ministry

RCIL is signing a MoU with the Government of India, MoR whereby laying inter alia the physical and financial targets. The MOU pertaining to FY 2025-26 has been signed with MoR within stipulated time. For the year 2024-25, RCIL achieved "Very Good" rating from DPE.

For the MoU targets 2025-26, RCIL has complied with various guidelines communicated by DPE as given below

1. DPE Guidelines issued from time to time on CSR expenditure.
2. Steps and initiatives taken for Health & Safety improvement of Human Resources in CPSEs as prescribed by the Administrative Ministry;
3. Procurement from GeM is ₹ 114.73 Crore of total procurement (goods & services) against target of 25%.
4. Procurement of goods or services through MSEs is 66.83% (₹ 281.74 crore out of ₹ 421.57 crore) total procurement of goods and services against target of 25%.
5. Procurement of goods & services through SC/ST MSEs is 2.90% (₹ 12.23 crore) of total procurement of goods & services against target of 4%.
6. Procurement of goods & services through Women MSEs is 7.31% (₹ 30.81 crore) of total procurement of goods and services against target of 3%.
7. Acceptance/Rejection of goods & services through TReDs portal is 100%.

8. Expenditure management economy measures and rationalization of expenditure.

The company has also complied with the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 which are within the control of the company. The details of DPE MOU 2025-26 target parameter vs achievement has been given at **Annexure-V.**

16. Subsidiary

As on date, your Company do not have any subsidiary Company.

17. Projects Undertaken

The details of the projects undertaken during the year are included in Management Discussion & Analysis Report which is forming part of this Annual report.

18. Procurement from Micro and Small Enterprises

The Govt. of India has notified a Public Procurement Policy for Micro and Small Enterprises ("MSE") Order, 2012. In terms of said policy and issued guidelines, a mandatory procurement of a minimum of 25% of total annual procurement is required from Micro and Small Enterprise's. Out of 25% target of annual procurement from MSE's, sub targets of 4% from MSEs owned by Schedule Caste or Scheduled Tribe Entrepreneurs and 3% from MSEs owned by Women Entrepreneurs are also earmarked for procurement

The achievement of procurement target from MSEs (25% including a sub-target of 3% from women owned MSEs) during the financial year 2025-26 in compliance to the aforementioned Public Procurement Policy except procurement of SC/ST owned MSEs is shown in **Table-2**. The procurement from SC/ST and women owned MSEs, highly depends on the participation in tender process or meet tender requirement and L1 price by such vendors, on which RCIL has no control.

Table-2

Sl. No.	Particulars	2025-26 (₹ in Cr.)
1	Total annual procurement - goods & services (in value)	421.57
2	Total value of procurement (goods & services) through MSEs	281.74
3	Procurement of goods & services through MSEs as % of total procurement of goods and services	66.83%
4	Total value of procurement (goods & services) through SC/ST MSEs	12.23
5	Procurement of goods or services through SC/ST as % of total procurement of goods and services	2.90%
6	Total value of procurement through Women MSEs	30.81
7	Procurement of goods or services through women MSEs as % of total procurement of goods and services	7.31%

The Ministry of Micro, Small and Medium Enterprises vide its revised Notification No. S.O. 4845(E) dated 7th November 2024 has mandated that all companies registered under Companies Act 2013 with a turnover of more than ₹ 250 Crores and all CPSUs shall be required to get themselves on boarded on Trade Receivables Discounting System (TReDS). TReDS is an institutional mechanism set up in order to facilitate the discounting of invoices for MSEs from Corporate Buyers through multiple financers. RailTel is registered on TReDS platforms w.e.f. 18.03.2019. RailTel is registered on four TReDS platforms.

19. Right to Information Act, 2005

Your Company has a well-defined mechanism in place to deal with the RTI applications under the Right to Information Act, 2005 (**"RTI Act"**). RCIL being a responsible Public Sector Undertaking has complied with the provisions of the RTI Act and has designated Nodal Officer, CPIO, CAPIO, Transparency officer and Appellate Authority as required under the provisions of the RTI Act. The RTI Act seeks to provide for setting out the practical regime of Right to Information for citizens to secure access to information under the control of Public Authorities in order to promote transparency and accountability in the working of every Public Authority.

Your Company has hosted RTI related information on its website and same may be accessed at https://www.railtel.in/rti.html. Besides, keeping in view the purpose of suo-motu disclosures under section 4 of the RTI Act, 2005, your Company has hosted a dedicated page on its website, through which a large amount of information in the public domain is placed on a proactive basis. This is being done to make the functioning more transparent and reduce the need for filing individual RTI applications.

The details of RTI dealt during the year is shown in **Table-3.**

Table-3

Particulars	Nos.
No. of RTI cases pending as on 01/04/2025	07
Received during the Year	172
Disposed off (including rejected/transfer/returned) during the year	170
Pending as on 31/03/2026	09

20. Business Responsibility and Sustainability Report

In compliance with the requirement of Clause (f) of sub-regulation (2) of Regulation 34 of Listing Regulations, the Business Responsibility & Sustainability Report (**"BRSR"**) is presented in the separate section which is forming part of this Annual Report.

21. Particulars of Loans, Guarantees or Investments

During the year, RCIL has not given any loan or guarantees covered under the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

The detail of investments made by the Company is given in the notes to the Financial Statements.

22. Internal Controls Systems and their Adequacy

The Company has an internal control system in commensuration with size, scale and complexity of its operations. During the year, the Company has engaged Internal Auditors to carry out Internal Audit of the Company. The highlights of internal audit report and their synopsis were placed before the Audit Committee for its review.

RCIL implemented ORACLE ERP solution with name "Project Parivartan" and all modules like Projects, Procurement, Operations, Maintenance, Finance, HR, Sales and Marketing and these modules are live from December 2013. Implementation of "Project Parivartan" has empowered all employees to focus on their core competencies, making the work environment stress free, at the same time ensuring transparency and decision making in the system. During the year 2025-26, RCIL's IT team continuously worked towards strengthen of core processes of these implemented modules so that users could effectively and efficiently use ERP for day-to- day work. New features such as Implementation of Order Book Dashboard, HR Register and Expenditure Dashboards, Unbilled Revenue Application, Dividend Reconciliation Application, Further Categorization and Streamlining of Vendor Master for MSME vendors were developed apart from regular O&M and enhancements works including development of new applications and reports.

23. Annual Return

The Annual Return of RCIL pursuant to Section 134(3)(a) read with Section 92(3) of the Companies Act, 2013 and Regulation 34 of Listing Regulations, for the financial year ended on March 31, 2026 is placed at https://www.railtel.in/annual-return.html

24. Management Discussion and Analysis Report

In compliance with the requirement of Regulation 34(2)(e) of Listing Regulations, the Management Discussion and Analysis Report for the year under review is presented in separate section which is forming part of this Annual Report.

25. Human Resource Development

The Human Resource Development (**"HRD"**) function in the organization has been designed to maximize employee performance. HRD is primarily concerned with the management of people within organization and focusing on policies and systems. RCIL firmly believes in the strength of its most vital asset i.e., Human Resource. RCIL cares and values for its human resource which is the bedrock of success story. To keep the employees' morale high, your Company extends several welfare benefits to them and their families by way of implementing various new and revised welfare policies for its employees..

As on 31st March, 2026, the Company had total manpower strength of **928** employees including regular, deputationist, contractual and consultants. The details are shown in **Table-4**. During the year, Company has also availed the services of **1787** outsourced employees.

Table-4

Category	No. of Employees for the year ended 31.03.2025	No. of Employees for the year ended 31.03.2026
Regular Employees	530	595
Deputationist	37	28
On Contract (Direct)	272	248
On Contract (Re-employed)	35	46
Advisor + Consultants	7	11
Total	**881**	**928**

The percentage of women employees, SC/ST/OBC employees, persons with disabilities and ex-servicemen out of regular employees of the Company is Shown in **Table-5:-**

Table-5

Category	No. of Employees for the Year ended 31.03.2025	No. of Employees for the Year ended 31.03.2026	% of total no. of regular employees during financial year ended 31.03.2026	No. of recruitment made in these categories*
Women Employees	63	71	11.93	5
SC Personnel	74	91	15.29	17
ST Personnel	27	18	3.02	1
Other Backward Classes	156	169	28.40	20
Person with Disabilities	12	11	1.84	0
Ex-Serviceman	1	1	00.16	0
Economic Weaker Section (EWS)	6	8	1.34	4
Total	**339**	**369**	**-**	**47**

*Not included those employees who join on absorption.

The Company has been following the Govt. Guidelines regarding reservation for SCs, STs, OBCs, EWS, Persons with disabilities and ex-servicemen. Further, the company has complied with the provision relating to the Maternity Benefits Act 1961.

26. Particulars of Employees

Your Company being a Government Company, the provisions of Section 197(12) of the Companies Act, 2013 and relevant rules issued thereunder, are not applicable as per notification dated June 05, 2015 issued by MCA.

The terms and conditions of the appointment of Functional Directors are subject to the applicable guidelines issued by the DPE, Government of India.

27. Rajbhasha (Official Language)

To ensure the implementation of the provisions of the constitution, and carry out the activities of propagating Rajbhasha, RailTel has established Rajbhasha Department at its various offices. This department conducts regular quarterly meetings to review and promote the usage of Hindi across the Corporate office, regional offices and territorial offices.

For his remarkable and commendable work in Hindi, Sh. Manoj Tondon, Director/POM has been honored with Rail Mantri Rajbhasha Silver Medal by the Hon'ble Chairman and Chief Executive Officer, Railway Board for promoting Hindi.

At the half-yearly meeting organized under the aegis of the Town Official Language Implementation Committee (Upkram-I), Delhi, the special edition of RailTel's Official Language magazine, "RailTel Pragati," was honored with the First Prize Shield and Certificate of Excellence as the Best Rajbhasha Magazine among publications brought out by 44 Public Sector Undertakings (PSUs).

In financial year 2025-2026, the second sub-committee of the Parliamentary Committee on

Rajbhasha inspected RailTel's regional office, Mumbai on 23/04/2025, Territory office, Guwahati on 29/05/2025, Territory office, Ahmadabad on 01/07/2025, Territory office, Bhopal on 03/07/2025, Eastern Regional Office, Kolkata on 29/08/2025, Regional office, Hyderabad on 19/11/2025, Territory office, Chennai on 21/11/2025 and Northern Regional Office, Delhi on 19/01/2026. The work of official language being done in these offices has been appreciated by the Parliamentary Committee.

Organizing Hindi Pakhwada

On the occasion of 14 September Hindi Diwas, Hindi Pakhwada was celebrated in RCIL from 01/09/2025 to 15/09/2025 and various activities/programs were organized during the pakhwada.

Rajbhasha Pakhwada 2025 was inaugurated by the Chairman and Managing Director on 01/09/2025. A Hindi Pakhwada banner was put up at the main entrance of RCIL Corporate office. During the Hindi Pakhwada various competition were held like Hindi essay competition, Hindi noting and drafting competition, Hindi Typing competition, Hindi quiz competition, Hindi Poem competition etc. A large number of officers and employees enthusiastically participated in the said competitions.

On the occasion of the closing ceremony of Hindi Pakhwada 2025, the Chairman and Managing Director honors with cash prizes and certificates to the officers and employees who secured first, second and third place in different competitions. Consolation prizes were also given. Besides, award was also given to employees who had done Commendable work in Hindi during the year. During the closing ceremony, the regional offices and territory offices were also present through WebEx.

28. Prevention, Prohibition and Redressal of Sexual Harassment

In order to provide protection against sexual harassment of women at workplace and for prevention and redressal of complaints of sexual harassment, RailTel has Internal Complaint Committee as a system to prohibit & prevent the social evil of Sexual Harassment at Workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder.

The objective is to provide women, a workplace, free from harassment, to ensure that every woman is treated with dignity and respect and to provide a speedy redressal mechanism to women who have been subjected to sexual harassment.

For the said purposes, RCIL has an Internal Complaints Committee (ICC) in place at its Corporate Office and all four Regional Office(s) which is responsible to:-

- Investigate every formal written complaint of sexual harassment.
- Meet at regular intervals.
- Prepare an Annual Report containing the details of complaints of sexual harassment pursuant to the provisions of Act and provide the same to employer.
- Take appropriate remedial measures to respond to any substantial allegations of sexual harassment.

The composition of Internal Complaints Committee on Sexual Harassment comprised of one independent nominee from YWCA as member of the committee, besides, three other executives from corporate office of the company as member of the committee. The Committee is headed by women Chairperson.

The summary of complaints dealt during the year is shown in **Table-6:**

Table-6

Particulars	Nos.
Number of complaints of Sexual Harassment received in the year	Nil
Number of complaints disposed off during the year	Nil
Number of cases pending for more than 90 days	Nil
Number of workshops on awareness programmes against sexual harassment conducted during the year	7

29. Risk Management

The Board of Directors of your Company in their 150th meeting held on 28th October, 2024 has considered and approved the revision in existing RMP to make it sync with the requirement of amendment in SEBI (LODR) Regulations, 2015. The revised Risk Management Policy is implemented in RCIL.

In order to develop and implement an Enterprise Risk Management Framework, RCIL has constituted a Board Level Risk Management Committee (Apex Level). The Risk Management Committee has the key role of monitoring the development, implementation and performance of the Enterprise Risk Management framework and maintains an enterprise-wide view of the top risks.

In order to further strengthen Risk Management and implement a suitable process, RCIL has also formed a Functional Risk Management Committee constituted with Chief Risk Officer and heads of key functions/departments. The functional heads will facilitate the identification and assessment of risks within their departments/functions with the assistance of their teams.

In terms of the approved Risk Management Policy, following key risks have been identified:

1) Project Risk
2) Strategy Risk
3) Market Risk
4) People Risk
5) Technology Risk
6) Reputation Risk
7) Insurable Risk
8) Contractor/Vendor Risk
9) Cyber Security Risk
10) Sectoral Risk
11) Sustainability Risk
12) Information Risk

30. Related Party Transactions

Your Company has formulated a policy on Related Party Transactions which is also available on Company's website at www.railtel.in. This policy deals with the review and approval of Related Party Transactions.

During financial year 2025-26, there is no contracts or arrangements with related parties in terms of section 134(3)(h) of the Companies Act, 2013, read with Rule (8)(2) of Companies (Accounts) Rules, 2014.

31. Corporate Governance

A detailed report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended and forms part of the Annual Report. The Company has always worked towards enhancing the Corporate Governance and the principles underlying the same within the organization. Your Company is in compliance with DPE Guidelines on Corporate Governance to the extent possible. Pursuant to the requirements of DPE Guidelines, 2010 a certificate is obtained from Practicing Company Secretary and is forming part of this Annual Report.

In compliance with the directives of DPE, the Company is sending its quarterly report in the prescribed manner to its Administrative Ministry/ DPE. For each quarter, CPSEs are graded under various heads viz; Composition of Board, Non-Official Directors, Board Meetings, Code of Conduct, Audit Committee, Remuneration Committee, Board Disclosures, Directors' Remuneration etc. on the basis of scores prescribed for each head. For the year under review, RCIL has secured, based on self-evaluation, an annual score of "94.57%" which falls under "Excellent" grade for compliance of DPE Guidelines on Corporate Governance for FY 2025-26.

32. Corporate Social Responsibility

As per Section 134(3)(o) read with Section 135 of the Companies Act, 2013 along with the Rules made under Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has formulated a CSR & Sustainability Policy which provides a broad framework within which the Company will carry out its CSR activities. The policy aims for social and economic development of the community in the areas of nutrition and healthcare, women empowerment, rural development, education, skill development, health and other such areas, and adhere to sustainable and transparent business practices. The activities to be undertaken under the policy will be in accordance with Schedule-VII of the Act and directives issued by DPE from time to time.

During the FY 2025-26, RCIL has undertaken to spend ₹ 654.97 lakh on CSR activities which is 2% of the average net profit before tax (PBT) of the company earned during the immediately preceding three Financial Years. Out of this CSR budget, ₹ 104.84 Lakh was spent during FY 2025-26 on CSR activities.

The company could not utilize the prescribed CSR budget during FY 2025-26 as yearly CSR Theme was not circulated which delayed the identification and approval process. Unspent amount pertaining to 'other than ongoing project'(excluding admin expense) is transferred to schedule VII of the Act within 6 months from the end of the financial year.

During the year, RCIL has carried out various CSR activities like Promoting Education, establishing Health Center in Purulia, West Bengal.

One of the RCIL's flagship CSR initiative's namely 'RailTel's Akansha Super-30, Dehradun, Uttarakhand, is related to providing free lodging and mentorship to poor but talented students from the state of Uttarakhand, for admission to IIT's and other premier engineering institutes. The program has a success rate of 94% with students getting admission to IIT-JEE and other premier engineering institutes. The Annual Report on CSR as prescribed under Companies (Corporate Social Responsibility Policy) Rules, 2014 is forms part of this Report and is placed at **Annexure -I.** "

33. Recognition & Awards

RailTel has received several prestigious awards in 2025-26, recognizing excellence in digital transformation, automation, corporate governance, and Hindi language initiatives. Notable honors include:

- SCOPE Eminence Award 2022-23 in the Digital Transformation category.
- Railway Minister's Rajbhasha Silver Medal, for performing commendable and noteworthy work in Hindi
- RailTel wins the Governance Now 11th PSU Award for Best Use of Automation & Digital Technologies
- CSR Times Award for RailTel's CSR initiative 'RailTel Akansha Super-30' at Dehradun, Uttarakhand.
- RailTel's home internet service, RailWire, has bagged the ET Government PSU Leadership & Excellence Awards 2025 (Gold) in the category of "Reinforcing Communication & Bridging the Digital Divide.

34. Secretarial Standards

During the year, the Company is in compliance with the applicable Secretarial Standard issued by the Institute of Company Secretaries of India (ICSI) to the extent applicable.

35. Compliance of Cyber Security Guidelines

During the year, the Company is in compliance with the applicable Cyber Security Guidelines issued by Govt. of India to the extent applicable.

36. Vigil Mechanism

The Vigilance Mechanism serves as an essential pillar in strengthening integrity, transparency, and accountability within the organization. It provides a systematic framework for prevention, detection, and redressal of irregularities, unethical practices, and misconduct that may adversely impact organizational functioning. The mechanism promotes ethical conduct and compliance through continuous awareness, preventive vigilance measures, inspections, monitoring, and sensitization initiatives. Further, various vigilance tools such as whistle-blower provisions, audits, inspections, and systemic improvements help in ensuring transparency, timely corrective action, and good governance practices across the organization. The Vigilance Mechanism also contributes towards building confidence and trust among employees, stakeholders, customers, and partners by reinforcing the organization's commitment towards ethical and transparent operations.

During the current year (2025-26), Vigilance activities were primarily focused on strengthening preventive vigilance measures through periodic inspections, surprise checks, Intensive Examinations, and review of critical operational areas. Awareness and sensitization programmes were conducted to reinforce ethical practices, transparency, and accountability among employees and senior

officials. In addition, initiatives relating to cyber hygiene and cyber security awareness were also undertaken to educate employees regarding protection against digital threats and vulnerabilities. These measures collectively contributed towards enhancing vigilance awareness, promoting a culture of integrity, minimizing potential risks, and ensuring improved compliance and governance within the organization.

The Status of Vigilance Activities during the year is shown in **Table-7**:

Table-7

Sr. No.	Particulars	Nos.	Remarks
1	Number of Complaints received during the year	16	All the complaints dealt as per complaint handling policy in timely manner.
2	Number of investigation reports carried out during the year (incl. under directions of CVC & Railway Board).	6	Related to tender/contract management and procedure violations.
	a. Major departmental action	0	
	b. Minor departmental action	0	

Sr. No.	Particulars	Nos.	Remarks
3	Number of inspections carried out		Across Corporate Office, Regional office and field units.
	a. Period inspection	9	
	b. Surprise inspection	1	
	c. CTE inspection	5	
	d. Number of System Improvements taken up during the year	50	

The Vigilance Department also observed Vigilance Awareness Week in RailTel from 27th October, 2025 to 2nd November, 2025 with the theme **"Vigilance: Our Shared Responsibility"; "सतर्कता: हमारी साझा जिम्मेदारी".** During the Vigilance Awareness Week, various vigilance awareness activities and programmes were organized at different office locations of RailTel across country to promote awareness regarding integrity, transparency and ethical practices among employees and citizens.

37. Auditors

Statutory Auditors

The C&AG has appointed M/s Lunawat & Co. of New Delhi as Central Statutory Auditors of the Company to audit the Financial Statements for the year ended on 31st March, 2026.

Besides that, the C&AG has also appointed the following firms of Chartered Accountants as Branch Auditors for audit of the Regional Office(s) of the Company:

Auditor	Region
M/s. Lunawat & Co.	Northern Region & Corporate Office
M/s. M S P R & Co.	Southern Region
M/s S Poddar & Co.	Eastern Region
M/s S C Ajmera & Co.	Western Region

In terms of the authorization given by the members in their last Annual General Meeting, the Board on the recommendation of Audit Committee has already considered and approved the payment of fee for all the above Auditors to the aggregate extent of ₹ 40.73 Lakh excluding GST.

Cost Auditors

The Company has appointed M/s. Dhananjay V. Joshi, Cost Accountants as Cost Auditors to audit the cost record maintained by the Company for the Financial Year 2025-26.

The Company has filed **Form CRA-2** with the MCA in this regard.

Secretarial Auditor

During the year, pursuant to provisions of Section 204 of the Companies Act, 2013 read with rules made thereunder, RCIL has appointed M/s. Amit Agrawal & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company for a term of five (5) consecutive years from the Financial Year 2025-26 to 2029-30. The Secretarial Audit has been conducted by M/s. Amit Agrawal & Associates , Practicing Company Secretaries and issued a Secretarial Audit Report in the format prescribed under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit report of the Company for the year ended 31st March, 2026 in Form no. MR-3 and the Management's reply on the observation/ comments of Secretarial auditor shall forms part of this report and are placed at **Annexure- II** and **Annexure-III,** respectively.

Internal Auditors

Your Company has appointed five Internal Auditors for carrying internal audit of Corporate & four regions for the FY 2025-26. The details of internal auditors are as under: -

Name Internal Auditors	Region
M/s Raj Har Gopal & Co.	Corporate Office
M/s Sudhir Kumar Jain and Associates	Northern Region
M/s A R Sulakhe	Southern Region
M/s KGRS & Co	Eastern Region
M/s Vinod Singhal & Co. LLP	Western Region

38. Comments of C&AG

The financial statements for the year ended 31st March 2026 were reviewed by the Comptroller and Auditors General of India (C&AG). They have conducted supplementary audit under section 143(6) (b) of the Companies Act 2013 of the financial statement. The C&AG vide letter dated 21.07.2026 has given NIL comments which form part of the Annual Report.

39. Auditors' Report

The Auditors' Report of the Company for the year ended 31st March, 2026 dated 30.04.2026 and revised Auditors' Report dated 05.07.2026 are attached with the Financial Statement of the Company. There is no qualification in the Auditors Report on the Financial Statements of the company. During FY 2025-26, no fraud has been reported by the Auditors of the Company.

40. Energy Conservation, Technology Adoption, Foreign Exchange Earnings and Outgo

The Company is presently engaged in providing telecom services. The disclosure on Conservation of Energy and Technology Absorption as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 and as prescribed under Rule 8 of Companies (Accounts) Rules, 2014 is forming part of this Report and is placed at **Annexure- IV**

41. Committees of the Board

As on March 31, 2026, the Board has constituted five committees namely the Audit Committee, the Nomination & Remuneration Committee, the Corporate Social Responsibilities Committee, the Stakeholders Relationship Committee and the Risk Management Committee. The detailed note on the composition of the Board and its committees are provided in the Corporate Governance Report section of this Annual Report and the details of the Committees of the Board is also available on the website of the Company i.e., www.railtel.in

42. Event occurring after the Balance Sheet Date

As such, no significant events occurred between the end of the financial year to which this Financial Statements relates and date of this report.

43. Presidential Directives

No Presidential Directive was received during the year.

44. General Disclosure

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

(a) Details relating to deposits covered under Chapter V of the Companies Act, 2013.

(b) Issue of equity shares with differential rights as to dividend, voting or otherwise.

(c) Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

(d) Neither the Chairperson and Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from subsidiary company.

(e) No Significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

(f) Application made or proceeding pending under the Insolvency and Bankruptcy Code, 2016.

(g) One time settlement of loan obtained from the Banks or financial institutions.

45. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The Company has complied with the provisions relating to the Investor Education and Protection Fund (IEPF) under the Companies Act, 2013 and the rules made thereunder. Company Secretary is the nodal officer to deal with the IEPF Authorities and compliances related thereto. No amount is due for transfer to IEPF and details of unclaimed dividend are available on the website of the Company, and this is also disclosed in the Corporate Governance report. Further, the Company does not have shares in Demat Suspense Account/Unclaimed Suspense Account and the same has been disclosed in the Corporate Governance report.

46.Directors Responsibility Statement

In terms of the provisions of section 134(3)(c) read with section 134(5) of the Companies Act, 2013, as amended, your Directors confirm that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis;

(e) that internal financial controls are adequate and operating effectively; and

(f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

47. Acknowledgements

Your Directors would like to place on record their sincere appreciation and gratitude to the Indian Railways, Government of India, Department of Investment and Public Asset Management (DIPAM), Ministry of Communications and IT and other Ministries/Departments, subscribers of Company's telecom services, the stakeholders, and bankers and to all the State Governments, Local Bodies and Regulatory authorities for their continued cooperation and invaluable support.

Your Directors thank all shareholders, business partners and all members of the RCIL Family for their faith, trust and confidence reposed in the Board. Your Directors express their deep appreciation for the hard work and dedicated efforts put in by the employees at all levels and look forward to their continued contribution in achieving the mission and objective of the Company.

For and on behalf of the Board of RCIL

Sd/-
Sanjai Kumar
Chairman and Managing Director
DIN: 06923630

Place: New Delhi
Date: 24.07.2026

ANNEXURE-I

RAILTEL CORPORATION OF INDIA LIMITED

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2025-26

1	**Brief outline on CSR Policy of the company**	RailTel's CSR vision is "To be an organization that formulates and implements a strategic approach to the social and economic development of communities, ensuring inclusivity and adherence to sustainable and transparent business practices." RailTel's CSR mission is "To align our CSR and Sustainability policies with our business strategy, ensuring sustainable business practices and the execution of high-impact community development projects. These projects will focus on areas such as rural development, education, skill development, health, and other significant national and local concerns. We will achieve this in consultation with stakeholders, leveraging the ICT expertise cultivated within the company." The Company already has a Board approved policy on Corporate Social Responsibility and Sustainability (CSR&S). The focus sectors under CSR for the Company shall be in the areas of rural development, education, health, women empowerment, citizen centric services utilizing the ICT tools & technologies. The Company may choose to take up other areas based on need assessment of the local community and geographic areas. The activities proposed to be undertaken under CSR shall include all activities consistent with CSR provisions of the Act and Schedule VII of Act, DPE guidelines and rules framed thereunder. During the year 2025-26, the following CSR activities were approved by the Board of RailTel: **a) Establishment of Centre of Excellence at Gati Shakti Vishwavidyalaya in Vadodara, Gujarat:**The CSR proposal aims to establish a Centre of Excellence in Manufacturing and Production Technologies at Gati Shakti Vishwavidyalaya to advance transport systems and smart mobility through digitalization and AI. The project focuses on strengthening digital transformation in the transport and logistics sector by integrating AI, energy-efficient IT infrastructure, and sustainable technologies. Key components include evaluation of energy-efficient IT systems, enhancement of cyber security in transport networks, and adoption of advanced e-waste management solutions. The initiative also supports real-time analytics, smart mobility solutions, and improved train operations. It aligns with national priorities such as Digital India and sustainable infrastructure development. The project is expected to build a future-ready skilled workforce and promote environmentally responsible practices.

		b) RailTel Akansha Super-30 in Dehradun, Uttarakhand: As a flagship initiative of RailTel, the Akansha Super 30 Project is a unique and impactful CSR endeavor, designed to create tangible change within a defined timeline. The project focuses on empowering 30 underprivileged yet exceptionally talented students by providing comprehensive residential coaching, along with boarding and lodging facilities. This initiative aims to enhance their academic excellence and prepare them for success in the IIT/ JEE examinations, recognized as one of the most prestigious gateways for aspiring engineers. **c) Cancer Assistance Program in Varanasi, Uttar Pradesh; Rishikesh, Uttarakhand; Shimla, Himachal Pradesh; Chandigarh:** The program provides a comprehensive assistance to the cancer patients including navigating treatment protocols, offering emotional and physical support to patients and their families, arranging accommodation and financial resources through government schemes and other trusts/donors, and conducting counselling sessions and fun events to uplift and encourage patients and their families. This support is provided by trained counsellors and rehabilitated cancer survivors stationed at hospitals. It also provides online interactive sessions on immunity-building designed to help cancer patients manage the side effects of modern medicine, take responsibility for their health and build immunity. The above mentioned are some of RailTel's initiatives for the fiscal year 2025-26 aimed at enhancing its corporate social responsibility (CSR) efforts. A comprehensive list of these projects can be found on RailTel's official website or by visiting the following URL: https://www.railtel.in/images/pdf/List%20of%20CSR%20activities%20FY%20 2025-26.pdf For details regarding the composition of RailTel's CSR committee, please refer to the following link: https://www.railtel.in/board-committee.html To gain insights into RailTel's CSR policy, please visit the following link: https://www.railtel.in/csr/csr-policy.html

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Shri Ranjit Kumar (ceased to be the Chairperson and was redesignated as a Member of the Committee w.e.f. 29.10.2025)	Chairperson	1	1
2	Smt. Asha Sharma (appointed as Chairperson of the Committee w.e.f. 29.10.2025)	Chairperson	1	NA
3	Shri Yashpal Singh Tomar (ceased to be a Member of the Committee w.e.f. 14.04.2025)	Member	1	NA
4	Dr. Subhash Sharma (ceased to be a Member of the Committee w.e.f. 29.10.2025)	Member	1	1
5	Shri V. Rama Manohara Rao (Director/Finance)	Member	1	1
6	Shri Ranjit Kumar (redesignated as a Member of the Committee w.e.f. 29.10.2025)	Member	1	NA

3	Provide the web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	https://www.railtel.in/images/pdf/Committee%2022-4-26.pdf
4	**Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable.**	**Not Applicable**

5	(a)	Average net profit of the company as per sub-section (5) of section 135 (₹ Lakh):	32748.33
	(b)	Two percent of average net profit of the company as per section 135(5) (₹ Lakh)	654.97
	(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	0
	(d)	Amount required to be set off for the financial year, if any	0
	(e)	Total CSR obligation for the financial year [(b) + (c) - (d))	**654.97**
6	(a)	Amount spent on CSR Projects (both ongoing projects and other than ongoing projects)	**72.09**
	(b)	Amount spent in Administrative Overheads	**32.75**
	(c)	Amount spent on Impact Assessment, if applicable	**NA**
	(d)	Total Amount spent for the financial Year [(a) + (b) + (c)]	**104.84**

(e) CSR amount spent or unspent for the financial year:

Amount Unspent (in ₹ Lakh)

Total Amount Spent for the Financial Year. (in ₹ Lakh)	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
104.84	550.13	21.04.2026	PM Care Fund	92.26	21.05.2026

(f) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹ Lakh)
(1)	**(2)**	**(3)**
(i)	Two percent of average net profit of the company as per section 135(5)	654.97
(ii)	Total amount spent for the Financial Year	104.84
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-550.13
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-550.13

7 (a) Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹ Lakh)	Balance amount in Unspent CSR Account under Section 135(6) (in ₹ Lakh)	Amount Spent in the Financial year (in ₹ Lakh)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any			Amount remaining to be spent in succeeding financial year (in ₹ Lakh)	Deficiency, if any
					Name of the Fund	Amount (in ₹ Lakh)	Date of Transfer		
1	2022-23	210.54	7.05	7.05				0.00	
2	2023-24	239.24	76.05	54.74				21.31	
3	2024-25	300.86	300.86	211.23				89.63	
	Total	**750.64**	**383.96**	**273.02**				**110.94**	

Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year	No
If Yes, enter the number of Capital assets created/acquired	Not Applicable
Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the financial Year	Not Applicable

Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).	The company could not utilize the prescribed CSR budget during FY 2025-26 as yearly CSR Theme was not circulated which delayed the identification and approval process. Unspent amount pertaining to 'other than ongoing project'(excluding admin expense) will be transferred to schedule VII fund of the act within 6 months from the end of the financial year.

Sd/-
Sanjai Kumar
Chairman & Managing Director
DIN : 06923630

Sd/-
Asha Sharma
Chairperson CSR Committee
DIN : 11104989

ANNEXURE-II

FORM MR-3

Secretarial Audit Report

(For the Financial Year ended 31st March, 2026)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
RailTel Corporation of India Limited
Plate-A, 6th Floor, Office Block, Tower-2,
East Kidwai Nagar, New Delhi-110023
CIN: L64202DL2000GOI107905

We report that:

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RAILTEL CORPORATION OF INDIA LIMITED** (hereinafter referred as 'the Company') having its registered office at Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar, New Delhi-110023. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Company's Responsibilities

The Company's Management and Board of Directors are responsible for the maintenance of secretarial record under the Companies Act, 2013 and compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards. Further the Company's management and the Board of Directors are also responsible for establishing and maintaining adequate systems and process, commensurate with the size and operations of the Company to identify, monitor and ensure compliances with the applicable laws, rules, regulations and guidelines.

Auditor's Responsibilities Statement

Our responsibility is only to examine and verify those compliances on a test basis and express an opinion on these secretarial records based on our audit.

We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Limitations

Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Secretarial Auditing Standards as prescribed by Institute of Company Secretaries of India (ICSI).

Further, we conducted the secretarial audit by examining the secretarial records including minutes, documents, registers, other records and returns related to the applicable laws on the Company etc. received via electronic means. The management has confirmed that the records submitted to us are true and correct. We have also relied upon representation given by the management of the Company for certain areas which otherwise requires physical verification.

Basis of Opinion

We have followed the audit practices, secretarial auditing standards and processes as were applicable and appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification in some cases was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. We also believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our opinion.

Report on Secretarial Records and Compliances thereof

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **[Not applicable to the company during the Audit** Period];

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 [**Not applicable to the company during the Audit Period**];

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **[Not applicable to the company during the Audit Period**];

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **[Not applicable to the company during the Audit Period]**;

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2008.

(vi) Other laws and guidelines applicable to the Company namely:

a) The DPE Guidelines;

b) The Competition Act, 2002;

c) The Delhi Shops and Establishments Act, 1954;

d) The Right to Information Act, 2005;

e) E-Waste (Management & Handling) Rules, 2011;

f) The Environment (Protection) Act, 1986 read with The Environment (protection) Rules, 1986; and

g) Labour and Social Security Laws as possible.

(vii) The Management has identified and confirmed the following laws as being specifically applicable to the Company:

a) Telecom Regulatory Authority of India Act, 1997,

b) Telecommunications Act, 2023

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to conducting board and general meetings;

(ii) The Listing Agreement entered into by the Company with National Stock Exchange of India Limited and BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(iii) Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issued by the Department of Public Enterprises vide their OM No. 18(8)/2005-GM dated 14th May, 2010; and

(iv) Guidelines on Capital Restructuring of Central Public Sector Enterprises (CPSEs) as stipulated in the O.M. F.No. 5/2/2016-Policy dated 27th May, 2016 issued by Department of Investment and Public Asset Management (DIPAM), Ministry of Finance, Government of India as amended vide O.M. F.No.5/2/2016-Policy dated 18th November, 2024.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards, etc. mentioned above subject to the following observation:

a. The provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is not complied with.

b. During the period from 01/04/2025 to 12/05/2025, the provisions of Regulations 17(1)(A) 18(1), 19(1)/(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Section 149 of Companies Act 2013 are not complied with. Further, during the period from 01/04/2025 to 14/04/2025, the provisions of Regulation 20(2)/(2A) and 21(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Provisions of Section 135 (1) of Companies Act, 2013 are not complied with.

We further report that:

The Board of Directors of the Company was not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Director having women director. The Changes in the composition of the Board of

Directors that took place during the period under review were carried out in compliance with the provisions of the Act. However, the Composition of the Board of Directors of the company was not having such number of Independent Directors as required under SEBI (LODR) Regulations and/or the DPE guidelines for which company has regularly written to its administrative ministry i.e. Ministry of railways for appointment of appropriate number of Independent Directors on the board.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by another designated professional.

For Amit Agarwal & Associates
(Company Secretaries)

Sd/-
CS Amit Agrawal
Partner
CP No. 3647, MNo.5311
Peer Review No.: 6462/2025
UDIN: F005311H000635160

Date: 16.06.2026
Place: New Delhi

This report is to be read with my letter of even date which is annexed as an "**Annexure-A**" and forms an integral part of this report.

ANNEXURE- A

To,

The Members,

RailTel Corporation of India Limited

Plate-A, 6th Floor, Office Block, Tower-2,

East Kidwai Nagar, New Delhi-110023

CIN: L64202DL2000GOI107905

Our Secretarial Audit Report of even date is to be read along with this letter:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we have followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and for which we relied on the report of Statutory Auditors.
4. Where ever required, we have obtained the management representations about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability nor of the efficacy of the effectiveness with which the management has conducted the affairs of the Company.

For Amit Agrawal & Associates
(Company Secretaries)

Sd/-
CS Amit Agrawal
Partner
CP No. 3647, M No.5311
Peer Review No.: 6462/2025
UDIN: F005311H000635160

Date: 16.06.2026
Place: New Delhi

ANNEXURE-III

RAILTEL CORPORATION OF INDIA LIMITED

Replies to the observations/comments made by Secretarial Auditor in their report:

<table>
<tr><th>Observations/comments made by Secretarial Auditor in their report</th><th>Management Replies</th></tr>
<tr><td>a. The provisions of Regulation 17(1) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 is not complied with.</td><td rowspan="2">RailTel is a Govt. Company under the administrative control of Ministry of Railways, Govt. of India.

In terms of Article 67 of the Articles of Association of RailTel, the President of India shall have the power to appoint Directors on the Board of the Company.

Since the power to appoint directors including Independent Directors/Woman Independent Director on the Board vests with the President of India, it was beyond the control of the Company to appoint on its own Independent Directors/Woman Independent Director on the Board. The Company kept on following up the matter with the Ministry of railways for early appointment of requisite number of Independent Directors on the Board of the Company.

However, the President of India appointed two Independent Directors, including one Woman Independent Director, on 15/04/2025 and 13/05/2025, respectively. Consequently, the non-compliance with Regulations 17(1)(A), 18(1) and 19(1)/(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 149 of the Companies Act, 2013, existed only for the period from 01/04/2025 to 12/05/2025. Further, the non-compliance with Regulations 20(2)/(2A) and 21(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 135(1) of the Companies Act, 2013, existed only for the period from 01/04/2025 to 14/04/2025.</td></tr>
<tr><td>b. During the period from 01/04/2025 to 12/05/2025, the provisions of Regulations 17(1)(A) 18(1), 19(1)/(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Section 149 of Companies Act 2013 are not complied with. Further, during the period from 01/04/2025 to 14/04/2025, the provisions of Regulation 20(2)/(2A) and 21(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Provisions of Section 135 (1) of Companies Act, 2013 are not complied with.</td></tr>
</table>

ANNEXURE-IV

RAILTEL CORPORATION OF INDIA LIMITED

Disclosure under Section 134(3)(m) of the Companies Act, 2013 as prescribed under Rule 8 of Companies Accounts Rules, 2013

(A) Conservation of Energy

(i)	Steps taken or impact on conservation of energy	1. HVAC is working for optimum utilization of electrical energy. 2. Motion sensors are working in Corporate Office. 3. Disposal of IT waste is processed. 4. Timer switches are being installed to regulate the run of AC machine. 5. Temperature of Air Conditioner is set at 24°C higher range to save the electricity. 6. Effective saving during FY 2025-26 by the work of Retro fitment (replacement of old luminaries with LED solution). 7. Centralized control of High-Capacity Air Conditioning unit under Energy Conservation Plan. 8. Provision of Motion Sensors in Data Center for electricity saving. 9. Diesel consumption at Chandigarh Territory Office, Northern Region, has been reduced by approximately 1,200 litres per annum through the deployment of Inverter/UPS systems. Earlier, the DG set was required to be operated immediately during power outages, resulting in higher fuel consumption. 10. In Northern Region, existing electrical cabling has been upgraded with appropriately rated and sized cables, leading to improved power efficiency, reduced transmission losses, and enhanced operational reliability. 11. In coordination with NOC, redundant and non-operational equipment such as Media Gateways, STM-16 systems, excess battery banks, and routers in Northern Region have been decommissioned and removed from various PoPs. This initiative has substantially reduced power consumption and contributed to lower electricity expenses. 12. Replacement of 4 old SMPS battery chargers with highly efficient rectifier battery charger in Eastern Region. 13. Replacement of 11 codal life completed/low-capacity battery banks with new battery banks in Eastern Region.

		14. Use of hybrid inverters (Solar) in Eastern Region. 15. Provision of Blanking Panels inside server hall of data center and effective saving of 15% 16. Efforts has been made for reducing PUE of data center 17. SITC of new energy saving lifts in Gurugram Building by replacement of old lifts. 18. Ensure regular maintenance of equipment to prevent energy waste due to inefficiencies or failure. 19. In Some Pops old Air conditioners has been replaced with energy efficient Air Conditioners. 20. Instructions have been passed to all office & filed staff to turn off lights, Air conditioner, Fans & other equipment when not in use. 21. Provided 5 Star rating new Air Conditioners at SDH-NOC & MPLS-NOC with inverter Technology
(ii)	Steps taken by the company for utilising alternate sources of energy	1. Replacement of old batteries of UPS is made. 2. In Corporate Office, One No. 60 KVA Online UPS kept idle has been put in use along with new batteries which decreased the loading. 3. Earlier CFL lights were being utilized which has been replaced with LED lights to save energy consumption 4. Energy saving by parallel operation of our Gurugram Building UPS. 5. Street Lights with solar panels. 6. Solar panel setup has been made working at remote POP in Northern Region. 7. Newly constructed masonry rooms are being designed with larger and strategically placed windows to maximize natural daylight, thereby minimizing the requirement for artificial lighting during daytime and promoting energy conservation in Northern Region.
(iii)	Capital investment on energy conservation equipment's	110 lakhs capital investment on energy conservation equipment was made during the FY 2025-26 from Corporate Office.

(B) Technology Absorption

(i)	Efforts made towards technology absorption	1. Replacement of old luminaries with LED solution has been done. 2. Provision of motion sensors for switching off the light circuit in cabins in case of non-occupancy has been made. 3. Centralized control of High-Capacity Air conditioning units under Energy Conservation plan. 4. Provision of motion sensors for electricity saving 5. Drive for major preventive maintenance activity schedule for all equipment. 6. Retrofitting of DG sets to control pollution of exhaust gases. 7. Retrofitting of all DG sets to control pollution as per NGT guidelines
		8. Drive to ensure the loading in such a way to maintain unity power factor. 9. Annual Stack Monitoring (Pollution Check) of all DG sets as per CPCB guidelines, preventive maintenance activities, B-check & C-check activities as per the OEM standards. 10. Deployment of ACX-7100, ACX-7024 and cisco NCS -540 routers along with multiple 100G backbone (BB) links, significantly boosting network performance and reliability. 11. In Northern Region, equipment has been upgraded to high capacity to remove multiple lower capacity equipment for saving of electrical consumption.
(ii)	Benefits derived like product improvement, cost reduction, product development or import substitution	1. Retrofitting of DG sets to control pollution of exhaust gases reduction of 75% to 95%. 2. Operational Efficiency Regular scheduling of all equipments. 3. Service Quality improvement- Major overhauling of data center equipment's & PoPs equipments. 4. MX-5 and MX-80 replaced with high performance MX-204 routers. 5. Deployment of ACX-7100, ACX-7024 and cisco NCS -540 routers along with multiple 100G backbone (BB) links, significantly boosting network performance and reliability.

(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NA
(a)	Details of technology imported	NA
(b)	Year of import	NA
(c)	Whether the technology been fully absorbed	NA
(d)	If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA
(iv)	Expenditure incurred on Research and Development	NIL

(C) Foreign Exchange Earnings & Outgo

(₹ in Lakhs)

Sl. No.	Particulars	FY 2025-26	FY 2024-25
i.	Foreign Exchange Earnings	NIL	NIL
ii.	Foreign Exchange Outgo	25	47

ANNEXURE-V

DPE MoU 2025-26 (Target Vs Achievement)

S. No.	Particulars	Unit	Target 2025-26	Actual Achievement	Reference
1	Revenue from Operations	₹ Cr.	4,200	4277	Page No. 213 of Annual Report.
2	CAPEX	₹ Cr.	241	272	Page No. 40 of Annual Report.
3	EBITDA (percentage of total of Income)	%	20.61	15.78	Page No-213, EBITDA : ₹ 682.83 Cr (PBT (₹ 493.94 Cr) plus Depreciation (₹ 188.89 Cr) divided by Total Revenue (₹ 4327.63 Cr)
4	Return on Net Worth	%	17.40	16.25	Page No - 212 & 213, PAT divided by Avg Networth (₹ 346.32 Cr/₹ 2,130.62 Cr)
5	Asset Turnover ratio	%	77.11	78.75	Page No – 212 Assets & 213 for Turnover, (4327.63 Cr) divided by (₹ 5,830 Cr)
6	Procurement through GeM (as percentage of total procurement)	%	25.00	27.21	Page No. 42 of Annual Report.
7	Trade Receivables (as number of days of Revenue from Operations)	Number of days	90	175	Page No. 213 of Annual Report. Trade Receivables/Turnover*365 days (₹ 2052.95/₹ 4277.48*365)
8	Expenditure on R&D (including innovation initiatives, as percentage of previous 3 years average PBT)	%	3.27	3.44	Page No. 151 of Annual Report.
9	Total Return to Shareholders	%	15	100	TRS value not received from DPE so far, Therefore, TRS has been calculated based on Dividend paid. As per Dividend paid, proportionate marks will be 6.02.

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Management Discussion and Analysis Report

Strategic Positioning

RailTel Corporation of India Limited ("RailTel" or the "Company") has established itself as one of the largest neutral telecom infrastructure providers in the country owning a Pan-India optic fiber network along Railway track, leading integrated digital infrastructure and ICT services company, serving as a strategic backbone for India's digital transformation and the modernisation of the railway sector. RailTel is a Navratna Central Public Sector Enterprise (CPSE) under the Ministry of Railways, Government of India, incorporated in 2000 with the twin mandate of developing a nationwide broadband, telecom and multimedia network, and supporting the modernisation of train control, operations, and safety systems across Indian Railways.

The Company plays a critical role in enabling digital connectivity for government institutions, enterprises, and citizens. RailTel's equity shares are listed on both BSE Limited and National Stock Exchange of India Limited, reflecting its strong governance framework and public market presence.

The Financial Year 2025-26 has been a year of consolidation and forward investment. The Company has deepened its participation in the Government's Digital Infrastructure agenda, accelerated execution on flagship railway modernisation programmes, expanded its Data Centre footprint, and progressively built capabilities in Cybersecurity and Artificial Intelligence enablement. The Navratna status conferred in 2024 has propelled enhanced operational and financial independence to pursue strategic investments and partnerships.

The Management Discussion and Analysis Report ("MDAR") presented here is a structured assessment of the operating environment, strategic positioning, performance, risks and future growth outlook of the Company for FY 2025-26. All quantitative data and forward projections cited in this report are drawn exclusively from Indian Government sources, as cited online in the relevant sections.

1. Macroeconomic Overview

1.1 Global Macroeconomic Environment

During FY 2025–26, the global economy operated in an environment marked by heightened geopolitical tensions, persistent trade and tariff uncertainties, ongoing realignment of global supply chains, divergent monetary policy trajectories across major economies, and continued volatility in energy markets. These factors moderated the growth across several advanced economies and influenced global investment and trade patterns, although services trade, digital technologies, and knowledge-based exports continued to exhibit resilience.

The evolving global landscape has enhanced India's attractiveness as a reliable destination for investment, manufacturing, digital services, and technology-led growth, creating significant opportunities for domestic digital infrastructure providers such as RailTel to support the country's expanding connectivity, data, and digital transformation requirement.

The key structural shifts in the global environment which have direct relevance to the RailTel, include:

i. **Acceleration of AI-driven Productivity Transformation:** Accelerated AI driven productivity transformation has triggered an unprecedented global build-out of compute, network and Data Centre capacity. India is emerging as a strategically important destination for AI-ready hosting and managed infrastructure, duly supported by its talent base, energy availability and policy framework. This trend reinforces the strategic case for the Company's Data Centre, Edge Compute Systems and AI-readiness investments, and creates a long-cycle demand horizon for sovereign and trusted hosting capacity.

ii. **Strategic reordering of technology supply** chains in favour of trusted ecosystems, friend-shoring and resilient sourcing arrangements is reshaping vendor preferences globally. This convergence of with India's Trusted Telecom, Make-in-India and Indigenous Technology frameworks strengthens relative positioning of Indian CPSEs as preferred infrastructure partners specially for the government, defence and critical & strategic sectors.

iii. **The growing emphasis on cybersecurity, data sovereignty, and the resilience of critical digital infrastructure** within national policy frameworks across the world is significantly enhancing the strategic importance of trusted, domestically owned digital infrastructure assets. In this evolving environment, RailTel's position as a Navratna CPSE, combined with its neutral-carrier model, extensive pan-India network footprint, and end-to-end integration capabilities, provides a strong competitive advantage. These strengths enable the Company to capitalise on the increasing preference for trusted-source providers, particularly in government, public-sector, defence, transportation, and other highly regulated sectors where security, reliability, and sovereign control have become key determinants of procurement and digital infrastructure investment decisions.

Collectively, these global shifts are reshaping enterprise technology spending and creating fresh opportunity vectors for trusted national digital infrastructure providers. For a company like RailTel, they translate into a sustained and widening demand window across Data Centre and cloud services, mission-critical communications, cybersecurity, and integrated digital infrastructure for Government and enterprise customers, the strategic implications of which are developed in subsequent sections.

1.2 Indian Economy

Growth Performance – FY 2025-26

India retained its position as the fastest-growing major economy. The Reserve Bank of India's Monetary Policy Committee, in its December 2025 resolution, revised the real GDP growth projection for FY 2025-26 upward to 7.3% from its earlier estimate of 6.8%, citing strong consumption, investments and Government spending, the supportive monsoon, the GST 2.0 rate rationalisation effective 22 September 2025, and rising capacity utilisation. *[Source: RBI MPC Resolution, December 2025; PIB PRID 2209412, December 2025.]*

Quarterly performance reinforces the upward trajectory: The GDP grew 7.8% in Q1 FY 2025-26 and accelerated to 8.2% in Q2 FY 2025-26, against 5.6% in Q2 FY 2024-25, with broad-based contribution from the primary (3.1%), secondary (8.1%) and tertiary (9.2%) sectors. *[Source: MoSPI National Accounts Estimates; PIB PRID 2195990.].* In Q4 of FY2025-26, the Real GDP has been estimated to grow by 7.8% [June 2026 PIB]

Inflation and Monetary Conditions

Headline CPI inflation has remained benign throughout the year, easing to 0.25% (year-on-year) in October 2025 – the lowest level in the current CPI series – well within the RBI's 4% ± 2% tolerance band. The moderation was supported by sustained decline in food prices and the benefits of GST rate rationalisation impacting around 11.4% of the CPI basket. The RBI Monetary Policy Committee, in its December 2025 meeting, reduced the policy repo rate by 25 basis points to 5.25%, while continuing with a neutral stance. *[Source: PIB PRID 2195990; RBI Monetary Policy Report, October 2025; RBI MPC Resolution, December 2025.]*

External Sector and FDI

India's current account deficit moderated from 2.2% of GDP in Q2 FY 2024-25 to 1.3% in Q2 FY 2025-26, supported by robust services exports and strong remittances. Gross FDI inflows grew 19.4% year-on-year during April–September 2025-26 to US$ 51.8 billion, while net FDI increased 127.6% to US$ 7.7 billion, underscoring India's continued attractiveness as an investment destination. *[Source: PIB PRID 2209412 – "2025: A Defining Year for India's Growth", December 2025.]*

Forward Outlook (Indian Government Projections)

The Economic Survey 2025-26, report of the Department of Economic Affairs tabled in Parliament by Hon'ble Minister, Finance, Govt of India, on 29 January 2026 by the Department of Economic Affairs, has projected GDP growth in the range of 6.8% to 7.2% for FY 2026-27, with the outlook described as positive. The Survey has revised India's potential growth rate upward to 7%. The RBI Monetary Policy Report (October 2025) separately projects GDP growth of 6.6% for FY 2026-27. *[Source: Economic Survey 2025-26; RBI Monetary Policy Report, October 2025.]*

The **Union Budget 2026-27**, presented in Parliament on 1 February 2026, assumes nominal GDP growth of 10% for FY 2026-27. The fiscal deficit is targeted at 4.3% of GDP, lower than the revised estimate of 4.4% for FY 2025-26. Total Government expenditure has been estimated at ₹ 53,47,315 crore, an increase of 7.7% over the revised estimate of FY 2025-26. *[Source: Union Budget 2026-27, Ministry of Finance, 1 February 2026.]*

Structural Recognition of Digital Infrastructure

The Economic Survey 2025-26 has formally recognised Digital infrastructure – including Data Centres, cloud Platforms, Digital Public Infrastructure and Innovation-Enabling Layers – as **core economic infrastructure** prioritised alongside roads, ports and power. The services sector, contributing over half of GDP, expanded by 9.1% in FY 2025-26 and remained the principal growth engine; India is now the world's seventh-largest services exporter. The Information Technology and IT-Enabled Services sector reached revenues of approximately ₹ 24.71 lakh crore

(US$ 283 billion) in FY 2024-25. Telecommunications services contribute about 1.2% to India's Gross Value Addition. *[Source: Economic Survey 2025-26, Digital Infrastructure, Services Sector and Telecommunications chapters.]*

2. Telecom Industry

Against the supportive macroeconomic and policy backdrop discussed in Section 1, the Indian Telecommunications Sector has continued its structural evolution from a connectivity utility to a foundational layer for digital services, enterprise transformation and Government-led inclusion programmes.

2.1 Subscriber and Network Indicators

The Telecom Regulatory Authority of India's *Indian Telecom Services Performance Indicator Report* for the quarter ended December 2025 records total Internet subscribers at **1,306.14 million** (47.37 million wired and 1258.77 million wireless), a quarterly growth of 6.28%. The total wireless (mobile plus 5G FWA) subscriber base stood at over 1.26 billion at end-Q1 FY 2025-26, with wireless teledensity at 88.41%. *[Source: TRAI PIR, Q3 FY 2025-26; PIB PRID 2235044 and PRID 2163330.]*

Total telephone connections rose from approximately 933 million in 2014 to over 1.3 billion by December 2025, with tele-density rising from 75% to 91.74%. Average monthly data usage per subscriber has risen to approximately 25.70 GB by December 2025, driven by affordability gains and 5G rollout. (TRAI KPI Report (Data as on Q.E. 31st December, 2025)

2.2 5G Coverage and Network Deepening

The rapid expansion of 5G services across India, now covering almost all districts, marks a significant milestone in the country's digital transformation journey. With the deployment phase nearing maturity, the telecom sector is increasingly focusing on monetisation through emerging applications such as 5G Fixed Wireless Access (FWA), Captive Non-Public Networks (CNPNs), Enterprise IoT and Industry 4.0 solutions. For RailTel, this evolving ecosystem presents substantial opportunities to leverage its extensive pan-India optical fibre network, data centre infrastructure and digital service capabilities to support telecom operators, enterprises and government organisations. The growing demand for high-capacity backhaul, tower fibreisation, edge connectivity and secure enterprise networks is expected to further strengthen RailTel's role as a key digital infrastructure provider. In addition, emerging use cases in smart stations, intelligent transportation systems, mission-critical communications and industrial digitalisation are expected to create new avenues for service innovation and business growth. Given that fibre connectivity remains a critical enabler for sustaining 5G network performance and capacity, RailTel's nationwide optical fibre infrastructure is well positioned to support the continued deepening and expansion of India's 5G ecosystem.

2.3 Government Investment in Telecom Infrastructure

The Union Budget 2026-27 has allocated **₹ 73,990.94 crore to the Department of Telecommunications** for FY 2026-27. Key components include a Budget Estimate of ₹ 20,000 crore for BharatNet and a capital infusion of approximately ₹ 28,473 crore for BSNL. The Budget also introduces dedicated allocations for SATCOM Monitoring and Centralised Monitoring System 2.0, reflecting a structural deepening of telecom security infrastructure. *[Source: Union Budget 2026-27 – Demand for Grants of DoT.]*

2.4 BharatNet, Rural Connectivity and National Broadband Mission 2.0

BharatNet, a flagship project for bridging digital connectivity between urban and rural India by providing Fiber connectivity to each Gram Panchayat in the country, funded by the Government through Digital Bharat Nidhi (DBN) Fund (erstwhile USOF), is being executed by Bharat Sanchar Nigam Limited under broad supervision of DoT. As on 31st March 2026, out of 2.69 lacs Gram Panchayats (GPs) **more**

than 2.18 lakh Gram Panchayats / Traditional Local Bodies have been made service-ready for provisioning of Broadband and other services to the entity's users. Government has set **March 2027 as completion timeline** for Amended BharatNet Programme (approved by the Cabinet on 4 August 2023) providing for ring-topology OFC connectivity to 2.64 lakh GPs and on-demand FTTH connectivity to remaining non-GP villages, funded through the Digital Bharat Nidhi (formerly USOF). *[Source: PIB PRID 2247709, April 2026; PIB PRID 2198178, March 2026; DoT BharatNet documentation.]*

The **National Broadband Mission 2.0**, the Government of India's flagship digital infrastructure scheme, focusing on ubiquitous, high-speed broadband and meaningful connectivity for all citizens was launched on 1 April 2025. This vision prioritizes rapid digital infrastructure growth, narrowing the digital divide for comprehensive empowerment, and ensuring affordable and meaningful broadband access in rural areas. Additionally, NBM 2.0 aligns with several United Nations Sustainable Development Goals (SDGs), reflecting India's dedication to fostering a digitally inclusive and empowered society and contributing to global sustainable development goals. *[Source: NBM 2.0)*

2.5 Satellite Communications and Spectrum

The National Frequency Allocation Plan (NFAP-2025), a vital policy document issued by the Department of Telecommunications (DoT) outlines radio-frequency spectrum allocations across India. Taking effect on December 30, 2025, the framework allocates frequencies ranging from (8.3 kHz to 3000 GHz to support 5G, 5G Advanced, future 6G, and satellite communications. **Broadband services using** High-throughput Ka, Q, and V bands are allocated for satellite-based services, including Low Earth Orbit (LEO) constellations. Satellite communications are emerging as a complementary connectivity layer, particularly relevant for remote, hilly, border, railway and disaster-management applications. *[Source: Department of Telecommunications, NFAP-2025 Notification.]*

2.6 Domestic Manufacturing and 6G Vision

The Union Budget 2026-27 has announced launch of **India Semiconductor Mission 2.0** focusing on equipment, materials and full-stack Indian IP, and the expansion of the Electronics Components Manufacturing Scheme to **₹ 40,000 crore**. The Bharat 6G Mission, anchored on the Bharat 6G Alliance and public-private R&D collaboration through TEC and IITs, has placed India in the early-mover bracket on 6G standards and IP development. *[Source: Union Budget 2026-27 Speech; Department of Telecommunications.]*

3. Information Technology and ICT Industry

The Indian Information Technology and ICT industry has progressed decisively from being a high-performing services sector to a structural pillar of national growth, resilience and strategic autonomy. As discussed earlier in the macroeconomic context, the Economic Survey 2025-26 has placed digital infrastructure at the centre of India's investment strategy. This section discusses the sectoral developments most relevant to RailTel's positioning – Data Centre and cloud ecosystem, cybersecurity, artificial intelligence, and adjacent digital service layers.

3.1 Data Centre Ecosystem and the Sovereign Hosting Imperative

The Union Budget 2026-27 has introduced a structured Data Centre incentive framework. A **tax holiday until 2047** has been granted to foreign companies providing global cloud services using Indian Data Centres notified by the Ministry of Electronics and Information Technology, operating through Indian reseller entities, with a **15% safe-harbour margin** prescribed for related-party cost-plus arrangements. The framework is designed to attract foreign direct investment into India's Data Centre ecosystem while preserving domestic taxability for India-based services. *[Source: Union Budget 2026-27 Speech; PIB PRID 2227953, February 2026.]*

Two structural forces are reinforcing demand for domestic Data Centre and sovereign-cloud capacity. First, data-localisation expectations under the data protection framework and sectoral cyber regulations are channelling regulated workloads to Indian-based hosting environments. Second, the rising imperative of trusted hosting for Government, BFSI and critical-infrastructure workloads is favouring domestic operators with strong governance credentials.

3.2 Cloud, Hybrid Cloud and Managed Services

Enterprise cloud adoption has matured from migration to hybrid-cloud and multi-cloud operating models, with sovereign cloud emerging as a distinct regulated-sector category. Government workloads continue to be progressively consolidated on MeghRaj-aligned community cloud environments. Managed connectivity, managed security and managed cloud are increasingly procured on outcome-based commercial terms by Government and BFSI customers, reflecting a structural shift from capital-intensive procurement to consumption-based service models.

3.3 Cybersecurity

Cybersecurity has emerged as a board-level priority across Government, BFSI, healthcare, telecom and critical-infrastructure sectors. The convergence of the Digital Personal Data Protection regime, sector-specific cyber norms and the Telecommunications cyber-security framework has created an integrated compliance landscape requiring zero-trust architectures, identity-centric controls, encryption, AI-augmented security operations, third-party risk management, and incident-response readiness. (The regulatory architecture is detailed in Section 4.)

The expanding 5G, IoT and OT surfaces are driving fresh investment in managed detection and response, Security Operations Centre services, and OT/ICS security for industrial environments. AI-driven security operations – leveraging large-scale telemetry for threat identification and response – are emerging as a structural capability across enterprises.

3.4 Artificial Intelligence Ecosystem

The **IndiaAI Mission**, approved by the Union Cabinet in March 2024 with an outlay of **₹ 10,371.92 crore**, is implemented by the IndiaAI Independent Business Division of MeitY. India's national compute capacity has crossed **34,000 GPUs** (May 2025), with subsequent reporting indicating capacity in excess of 38,000 GPUs. The AIKosh National Dataset Platform has crossed 5,500 datasets and 251 AI models across 20 sectors as of December 2025. Twelve startups have been selected across the first two phases of the IndiaAI Foundation Model pillar to develop indigenous large multimodal models. *[Source: PIB PRID 2132817, May 2025; PIB PRID 2209737, December 2025; MeitY / IndiaAI documentation.]*

GoI Policy direction on AI emphasises a **bottom-up, application-led strategy** anchored on India's Digital Public Infrastructure stack (Aadhaar, UPI, DigiLocker, account aggregator and related platforms), with priority on sector-specific models in healthcare, education, agriculture, manufacturing and public administration, rather than pursuit of frontier foundational models alone. This framework directly informs the Company's AI positioning, as discussed in Section 6. *[Source: Economic Survey 2025-26, Artificial Intelligence chapter.]*

3.5 Other Structural Themes

i. Edge Computing: Rising low-latency demand from manufacturing, video analytics, smart cities, content distribution and railway operations is driving distributed edge deployments closer to demand centres.

ii. Digital Public Infrastructure Expansion: The DPI stack is expanding into health, agriculture, education, logistics and other domains, generating sustained demand for integration, application hosting and managed services.

iii. Cloud-Native Transformation: Application modernisation, containerisation, DevSecOps and API-first architectures are becoming the default for new digital initiatives across Government and enterprise customers.

iv. OT-IT Convergence: Industrial and infrastructure sectors, including railways, power and transport, are progressively converging OT and IT environments, creating fresh requirements for integrated monitoring and security.

4. Regulatory and Policy Environment

The regulatory architecture relevant to the Company has continued to consolidate and modernise. This section summarises only the legal, regulatory and governance instruments; underlying market and sectoral data are covered in Sections 2 and 3, and macro-fiscal context in Section 1.

4.1 Telecommunications Act, 2023 and Subordinate Rules

The Telecommunications Act, 2023 has been progressively operationalised through the following subordinate rules:

i. Telecommunications (Telecom Cyber Security) Rules, 2024 – incident reporting obligations (within prescribed timelines), network protection, and trusted-source equipment procurement.

ii. Telecommunications (Right of Way) Rules, 2024 – harmonised RoW framework with statutory disposal timelines.

iii. TRAI Recommendations on Terms and Conditions of Network Authorisations, issued 17 February 2025, under the new Act.

[Source: Department of Telecommunications; Telecom Regulatory Authority of India, statutory notifications.]

4.2 Digital Personal Data Protection (DPDP) Ecosystem

The **Digital Personal Data Protection Rules, 2025** were notified by MeitY on **13 November 2025**, operationalising the DPDP Act, 2023 in a phased manner. Phase 1 provisions are effective from 14 November 2025. The Rules establish obligations for Data Fiduciaries covering consent management, notice requirements, breach notification, children's data, cross-border data transfers, and the constitution of the Data Protection Board of India. Penalties for serious breaches can extend to ₹ 250 crore, materially elevating the compliance bar. *[Source: MeitY Gazette Notification G.S.R. 843(E) & 846(E); DPDP Act, 2023.]*

4.3 Cybersecurity Frameworks

The cybersecurity regulatory framework operative in India during FY 2025-26 comprises:

i. CERT-In Directions, 2022, mandating incident reporting within six hours and prescribed log retention.

ii. Telecommunications (Telecom Cyber Security) Rules, 2024.

iii. DPDP Rules, 2025, including breach-notification and security-safeguard obligations.

iv. SEBI Cyber Security and Cyber Resilience Framework, applicable to SEBI-regulated entities.

v. Sector-specific cybersecurity frameworks issued by the Reserve Bank of India and IRDAI.

[Source: CERT-In; DoT; MeitY; SEBI; RBI; IRDAI.]

4.4 TRAI Recommendations and Sectoral Regulation

TRAI continues to issue recommendations and consultations on areas including network authorisations, broadband quality of service, satellite communications, infrastructure sharing and consumer protection. Quality of Service standards have been progressively tightened, with greater emphasis on transparent reporting and independent verification mechanisms.

Rating of Buildings Regulations, TRAI nudge Property Developers to create Digital Infrastructures in Buildings as an intrinsic part of their development design and processes. The Regulations provide a framework to assess quality of such development using objective and subjective methodologies, designed scientifically.

4.5 Make-in-India, Trusted Telecom and Public Procurement

The Trusted Telecom Portal and trusted-source procurement requirements continue to shape vendor selection. The Public Procurement (Preference to Make in India) Order, the Production-Linked Incentive Scheme for Telecom and Networking Products, and the expanded Electronics Components Manufacturing Scheme are progressively strengthening the domestic supply chain and reducing strategic dependencies.

4.6 CPSE and Listed Entity Governance

RailTel's operations are conducted within a comprehensive Government and statutory governance framework comprising:

i. Companies Act, 2013 and Rules framed thereunder.

ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

iii. SEBI (Prohibition of Insider Trading) Regulations, 2015

iv. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

v. SEBI (Depositories and Participants) Regulations, 2008

vi. Department of Public Enterprises (DPE) Guidelines on Corporate Governance for CPSEs.

vii. The Securities Contract (Regulation) Act, 1956

viii. The Depositories Act, 1996 and and Rules framed thereunder

ix. The Right to Information Act, 2005

x. General Financial Rules (GFR), 2017.

xi. Government e-Marketplace (GeM) procurement framework.

xii. Central Vigilance Commission (CVC) Guidelines and the Integrity Pact framework.

5. RailTel – Business Overview

5.1 Corporate Identity and Mandate

RailTel was incorporated in 2000 as a Government of India enterprise under the Ministry of Railways to create a nationwide broadband telecom and multimedia network and to modernise the train control, operation and safety systems of Indian Railways. The Company achieved Mini-Ratna status in 2012 Schedule 'A' status thereafter, and was conferred Navratna status by the Department of Public Enterprises in Aug, 2024. The Company's shares are listed on BSE Limited and the National Stock Exchange of India Limited.

5.2 Integrated Capability Portfolio

The Company's capability portfolio spans across full digital infrastructure value chain:

i. Optical Fibre Backbone: Pan-India OFC network covering railway stations and intra-city access networks, providing the foundational layer for the Company's services.

ii. National Long Distance and IP-MPLS Infrastructure: Carrier-grade NLD, IP-MPLS, MPLS-VPN and Ethernet services for Government, PSU, BFSI and enterprise customers.

iii. **Data Centres and Hybrid Cloud:** Tier-III standard Data Centres, co-location, managed hosting, MeghRaj-aligned Government Community Cloud and hybrid cloud offerings.

iv. **RailWire Broadband:** Retail and institutional broadband and public Wi-Fi at railway stations.

v. **Cybersecurity Services:** Managed Security Operations Centre, vulnerability assessment and penetration testing, security consulting and integrated security solutions.

vi. **Railway ICT and Mission-Critical Communications:** Including KAVACH Automatic Train Protection, tunnel communication, signalling and telecom works, station modernisation, passenger information systems and Video Surveillance – detailed in Section 8.

vii. **Enterprise ICT and System Integration:** End-to-end ICT solutions for large Government and PSU customers, including network integration, application hosting and managed services.

viii. **e-Governance Platforms:** Implementation partner for Central and State Government digital initiatives across education, health, transport, agriculture, public safety and smart governance.

ix. **BharatNet:** Long-standing participation as a CPSE implementing partner under BharatNet (DoT-led) and the National Knowledge Network, a separate national programme connecting research and academic institutions.

RailTel has been appointed by BSNL as the Independent Engineer (IE) for Phase 3 package 4. RailTel as IE is responsible for monitoring project implementation by 3 different PIAs of each State and checking the quality of work, ensuring compliance with technical and contractual requirements of RFP, witnessing Acceptance Tests, certifying PIAs Project Milestones, and submitting independent reports to BSNL.

x. **International ICT Opportunities:** Selective, disciplined initial pursuit of overseas ICT and railway-technology opportunities.

5.3 Structural Differentiators

RailTel's competitive position is anchored on a set of differentiators that are difficult to replicate:

i. **National Reach:** Pan-India presence extending into Tier-II, Tier-III and rural locations through the railway network footprint.

ii. **Trusted CPSE Credentials:** Strong governance posture, alignment with national digital sovereignty objectives, and preferred-partner status with Government and CPSE customers.

iii. **Execution Capability:** Demonstrated ability to deliver large, complex, multi-location ICT and telecom projects under stringent Government procurement frameworks.

iv. **Integration Expertise:** End-to-end capability to integrate connectivity, Data Centre, cloud, cybersecurity and application layers into outcome-oriented solutions.

v. **Strategic Role in Railway Modernisation:** Long-standing partnership with Indian Railways across mission-critical safety and communication systems.

vi. **Financial Strength:** Robust balance sheet and debt-free status providing capacity for forward investments without recourse to external borrowing.

vii. **Human Resources and Organisational Capability:** RailTel's operational resilience is anchored in a highly skilled workforce managing mission-critical functions, including NOC, C-NOC and Data Centres, supported by continuous technical, managerial and leadership development. This, together with succession planning and expert advisory support, strengthens the Company's long-term organisational capability.

Building on the structural ICT trends discussed earlier in Section 3, the Company has framed Data Centre, cloud and AI capability development as a strategic growth axis for the medium term. This section sets out the management strategy and positioning, without restating the underlying sectoral data or fiscal incentive framework already covered.

6. Financial Performance

During FY 2025-26, the company achieved operating income of ₹ 4277.48 Crore as compared to ₹ 3477.50 Cr in the previous year. The Telecom segment contributed ₹ 1500.69 Cr. as against ₹ 1362.53 Cr during the previous financial year. The Project segment contributed ₹ 2776.79 Cr. as against ₹ 2114.97 Cr. during previous financial year. Profit before tax during FY 2025-26 stood at ₹ 469.58 Cr. as against ₹ 401.78 Cr. during FY 2024-25. Profit after Tax of the Company during FY 2025-26 was ₹ 346.32 Cr. as compare to ₹ 299.81 Cr. during FY 2024-25.

The Company remain Debt free entity with Net worth of ₹ 2261.61 Cr. as on 31.03.2026. The details of significant changes (i.e. change of 25% or more) as compared to FY 2024-25 in key financial ratios forms part of the financial statements.

Key Financial Ratios

The details of the significant changes in the Key Financial Ratios as compared to FY 2024-25 with detailed explanation for significant changes for 25% or more is given hereunder:

S. No.	Name of Ratio	Formula	Unit	FY 2025-26	FY 2024-25	% Changes	Reason for change more than 25%
1	Debtors Turnover Ratio	Net Credit Sales/ Average Trade Receivable	In times	1.86	1.87	-1%	-
2	Current Ratio	Current Assets / Current Liabilities	In times	1.32	1.29	2%	-
3	Debt- Equity Ratio	Debt / Total Shareholders' Equity	Percentage	N.A.	N.A.		-
4	Operating Profit Margin	(PBIT-Other Income) / Turnover	Percentage	9.81%	9.44%	4%	-
5	Net Profit Margin	Net Profit / Total Income	Percentage	8.00%	8.44%	-5%	-
6	Return on Net Worth	Net Profit / Average Net Worth	Percentage	16.25%	15.67%	4%	-
7	Interest Coverage Ratio*	-	N.A	N.A.			-

* Interest Coverage Ratio is not applicable as the company does not have any debt.

Internal Control Systems

The Company has an effective internal control and audit system for maintaining efficiency of operations and compliance of relevant Laws and Regulations. The Company's Internal Financial Control is designed to provide reasonable assurance regarding the reliability of Financial Reporting in accordance with Generally Accepted Accounting Principles. These controls are structured to facilitate accurate maintenance of accounting records, safeguarding of assets, prevention and detection of fraud and error and ensuring the reliability of Financial and Operational information. The Internal Financial Control Framework undergoes periodic evaluation to ensure its alignment with the dynamic business needs. The Company engages experienced professional firms to conduct Internal audit of its operations on quarterly basis. The Company has well defined policies, guidelines and Schedule of Powers. The company's internal financial controls are reviewed regularly to assess their adequacy.

7. Strategic Positioning

The convergence of sovereign hosting demand, data-localisation imperatives, expanding regulated workloads, and the rising criticality of trusted-PSU positioning makes Data Centre and digital infrastructure a defining opportunity for RailTel over the medium term. The Company's integrated capabilities across connectivity, hosting, security and managed services position it to participate meaningfully in this opportunity, with disciplined capital allocation and partnership-led capability development.

7.1 Four-Pillar Data Centre Strategy

i. **Capacity Expansion:** Augmentation of existing Tier-III Data Centre capacities and addition of new Data Centres in strategic locations to address growing co-location and managed-hosting demand.

ii. **Sovereign and Government Cloud:** Continued positioning as a trusted hosting partner for Central and State Government workloads, leveraging MeghRaj-aligned credentials and CPSE governance posture.

iii. **Hybrid Cloud and Managed Services:** Expansion of managed cloud, managed security and managed application hosting offerings on outcome-based commercial models.

iv. **Edge Data Centre Programme:** Phased rollout of edge facilities anchored on the Company's widely distributed presence at railway stations and along the OFC backbone, addressing low-latency use cases in video analytics, smart cities, content distribution and railway operations.

7.2 Artificial Intelligence Positioning

In line with the application-led, bottom-up policy direction set by the IndiaAI Mission and the Economic Survey 2025-26, the Company's AI strategy is anchored on long-term capability building rather than near-term revenue projection. AI is positioned as a strategic capability area for the medium term, with the focus on enabling future opportunities and embedding AI into the Company's digital infrastructure and operations. Three layers of AI engagement are being progressively developed:

i. **AI-Ready Infrastructure:** Preparing the Data Centre estate for higher-density, GPU-enabled, liquid-cooling-capable workloads as customer demand for AI training and inference infrastructure scales.

ii. **AI-Enabled Operations:** Adoption of AI-driven tools in network operations, predictive maintenance, security operations and customer service, to improve efficiency and resilience.

iii. **AI-Enabled Customer Solutions:** Selective integration of AI capabilities into video analytics, e-Governance, cybersecurity and railway operations solutions, in partnership with specialised technology providers.

7.3 Cybersecurity as a Companion Capability

Against the integrated compliance landscape outlined in Section 4, the Company is progressively scaling its cybersecurity capability – covering 24x7 SOC operations, managed detection and response, integrated security consulting and assurance services. Cybersecurity is positioned both as a standalone service line and as a value-added capability bundled with hosting and managed services for Government and enterprise customers.

8. Railway Digital Modernisation and KAVACH

Indian Railways' multi-year modernisation programme represents a structurally important opportunity area for the Company. This section presents the Government-disclosed status, fiscal commitment, and forward roadmap for the relevant programmes.

8.1 Ministry of Railways – Fiscal Commitment for FY 2026-27

The Union Budget 2026-27 has provided **₹ 2,93,030 crore as capital expenditure for the Ministry of Railways for FY 2026-27**, with strong emphasis on safety, capacity expansion, station modernisation and rolling stock. The net Railway Budget after recoveries and receipts has been pegged at ₹ 2,81,377.32 crore. The Budget has also announced the development of **seven new high-speed rail corridors** – Mumbai–Pune, Pune–Hyderabad, Hyderabad–Bengaluru, Hyderabad–Chennai, Chennai–Bengaluru, Delhi–Varanasi and Varanasi–Siliguri. *[Source: Union Budget 2026-27 – Railway Budget Statement, Ministry of Finance, 1 February 2026.]*

8.2 KAVACH Programme – Status as Disclosed in Parliament

KAVACH, the indigenously developed Automatic Train Protection system adopted as the National ATP system in July 2020, has progressed significantly during FY 2025-26. As informed by the Hon'ble Union Minister of Railways in Parliament:

i. KAVACH 4.0 has been commissioned on 1,452 route kilometres on the high-density Delhi–Mumbai and Delhi–Howrah corridors (Lok Sabha statement, 11 March 2026).

ii. Cumulative expenditure on KAVACH implementation stood at ₹ 2,763.9 crore up to February 2026, with FY 2025-26 allocation of ₹ 1,673 crore.

iii. Supporting infrastructure deployed: 8,921 km of Optical Fibre Cable laid, 1,183 telecom towers installed, 767 station Data Centres set up, and 4,277 locomotives equipped with KAVACH; trackside installations underway on 7,100 route kilometres.

[Source: PIB PRID 2245720, March 2026; PIB PRID 2221011, January 2026; DD News – Lok Sabha statement of Hon'ble Minister of Railways, 11 March 2026.]

8.3 KAVACH Forward Roadmap

As officially stated by the Hon'ble Union Minister of Railways, Indian Railways plans to **expand the KAVACH network by 9,000 route kilometres over the next two years, and thereafter expects growth of up to 10,000 route kilometres per year**. A centralised monitoring platform, SURAKSHA, is under development as a unified Operations Management System to enable real-time monitoring and predictive maintenance of KAVACH installations. Enhancements including the Universal Braking Algorithm, AI-driven design automation and integration interfaces for locomotives, interlocking systems and track machines are being progressively rolled out. *[Source: PIB PRID 2245720, March 2026.]*

8.4 Adjacent Railway ICT Programmes

Beyond KAVACH, the railway modernisation programme encompasses tunnel communication systems, station redevelopment with integrated ICT and Video Surveillance, signalling modernisation, and passenger information and announcement systems. These elements collectively constitute a multi-year, mission-critical opportunity pool for the Company, anchored on its long-standing partnership with Indian Railways.

8.5 Implications for RailTel

Against the fiscal commitment and forward roadmap above, the Company's integration expertise, partnership ecosystem and technical certifications place it in a strong position to participate meaningfully in the railway modernisation programme over FY 2026-27 and beyond. The strategic linkage between railway ICT, Data Centre capability and cybersecurity is becoming progressively tighter, creating opportunities for integrated bundled offerings.

9. Human Capital and Talent

9.1 Strategic Importance

The transformation of the Company into an integrated digital infrastructure enterprise rests fundamentally on the depth, capability and motivation of its workforce. Human capital is therefore positioned as a strategic asset rather than an operational input, with structured investments in capability development, leadership pipeline, and culture.

9.2 Workforce Composition and Diversity

The Company's workforce comprises a mix of permanent employees drawn from technical and managerial cadres, officers on deputation from Indian Railways and other Government entities, and contractual professionals deployed at project sites. Workforce diversity is being progressively strengthened through targeted recruitment and inclusive policies aligned with DPE guidelines and the National Guidelines on Responsible Business Conduct.

9.3 Capability Building

i. **Technical Skilling:** Structured upskilling programmes in Data Centre operations, cybersecurity, cloud-native engineering, AI and data engineering, KAVACH and railway signalling, and project management.

ii. **Certifications:** Sponsorship for industry-recognised certifications across cloud, security, networking and project management disciplines.

iii. **Institutional Partnerships:** Engagement with IITs, IIITs, IIMs, NITIE and other reputed institutions for leadership development (e.g SCOPE etc), research collaboration and recruitment.

iv. **Knowledge Management:** Internal communities of practice and structured knowledge transfer mechanisms to retain learning from large multi-state engagements.

9.4 Leadership Pipeline and Succession

Leadership development is anchored on a structured framework covering Functional Directors, Executive Directors, Group General Managers and other senior management. Succession planning, role rotation, exposure assignments and external development programmes are deployed to build a robust leadership pipeline. The Company's Navratna status has enabled more flexible engagement with external talent for specialised emerging-technology roles.

9.5 Talent Retention Challenges

The intensity of competition for talent in cybersecurity, cloud, AI and Data Centre operations remains a key human-capital challenge. The Company addresses this through a combination of competitive compensation aligned with DPE guidelines, structured career pathways, exposure to high-impact national programmes, employee well-being initiatives, and a strong sense of mission anchored in nation-building. The Company also leverages its participation in flagship national programmes – including railway modernisation and Government digital initiatives – as a distinctive component of its employee value proposition.

10. Risks and Concerns

The Company maintains an Enterprise Risk Management framework approved by the Board of Directors, with structured risk identification, assessment, monitoring and mitigation. The framework is overseen by the Risk Management Committee constituted in accordance with the SEBI LODR Regulations. The principal risks relevant to the Company's business during FY 2025-26 and their mitigation approaches are summarised below.

SN	Risk Area	Description	Mitigation Approach
1	Project Risk	Complex multi-state ICT, telecom, railway modernisation and Data Centre projects involve risks relating to delays due to field conditions, scope changes, cost escalation, dependency on external agencies and contractual execution challenges.	Strengthened project monitoring framework, milestone-based execution review, structured governance mechanisms, disciplined change-management and periodic risk assessment at functional and enterprise levels.
2	Strategy Risk	Rapid technological evolution, changing customer expectations and emerging digital infrastructure trends could affect long-term strategic positioning and business sustainability.	Continuous strategic review, diversification into Data Centre, cloud, cybersecurity and emerging digital services, selective investments, partnership-led growth and periodic business portfolio assessment.
3	Market Risk	Competitive intensity from private telecom operators, hyperscale cloud providers and evolving market dynamics may impact growth opportunities and margins.	Customer diversification, differentiated positioning as a trusted Government and PSU digital infrastructure provider, value-added managed services, integrated offerings and focused business-development initiatives.
4	People Risk	Attracting, developing and retaining skilled manpower in emerging technology domains remains a challenge amid increasing industry competition for talent.	Structured skilling and certification programmes, leadership-development initiatives, institutional collaborations, succession planning and employee engagement measures aligned with organisational requirements.
5	Technology Risk	Rapid evolution and obsolescence of telecom, AI, cloud and cybersecurity technologies may impact competitiveness of legacy infrastructure and service platforms.	Continuous technology refresh, OEM partnerships, phased infrastructure modernisation, technology evaluation mechanisms and focused investments in next-generation digital infrastructure.
6	Reputation Risk	Service disruption, project delays, cybersecurity incidents or stakeholder dissatisfaction may adversely impact organisational reputation and stakeholder confidence.	Robust governance mechanisms, proactive stakeholder engagement, service-quality monitoring, crisis-response framework and strengthened communication and escalation protocols.

SN	Risk Area	Description	Mitigation Approach
7	Insurable Risk	Physical assets, telecom infrastructure, Data Centres and operational facilities remain exposed to risks arising from fire, natural disasters, accidents and other unforeseen events.	Periodic asset-risk assessment, disaster-recovery preparedness, business continuity planning and preventive maintenance practices.
8	Contractor/ Vendor Risk	Dependence on contractors, OEMs and vendors for execution, supplies and support services may impact timelines, quality and operational continuity.	Vendor due diligence, multi-vendor strategy, performance monitoring, contractual safeguards, periodic review mechanisms and diversification of supply sources.
9	Cyber Security Risk	Increasing sophistication of cyber threats targeting telecom networks, Data Centres, enterprise systems and customer workloads may lead to service disruption, data compromise and regulatory exposure.	Multi-layered cybersecurity architecture, Security Operations Centre (SOC), periodic VAPT and audits, security awareness initiatives, incident-response mechanisms and alignment with applicable regulatory requirements.
10	Sectoral Risk	Dependence on Government and railway-sector projects exposes the Company to sectoral policy shifts, public expenditure cycles and infrastructure-prioritisation trends.	Diversification across sectors including State Governments, BFSI, healthcare, education, defence and enterprise customers, along with expansion of telecom and managed-service offerings.
11	Sustainability Risk	Increasing ESG expectations, climate-related disclosures and sustainability requirements may impact operations, infrastructure planning and stakeholder perception.	BRSR-aligned disclosures, sustainability governance framework, energy-efficiency initiatives, responsible business practices and progressive integration of ESG considerations into business operations.
12	Information Risk	Increased digitalisation and evolving data-protection obligations elevate risks relating to confidentiality, integrity, availability and governance of information assets.	Information-security controls, data-governance framework, access-management mechanisms, periodic compliance reviews, backup and recovery systems, and alignment with evolving data-protection requirements including DPDP-related readiness measures.

11. Future Outlook

11.1 Macroeconomic Backdrop – Management Interpretation

The macroeconomic environment as described by the Reserve Bank of India and the Economic Survey is expected to remain supportive over FY 2026-27 and the medium term. The combination of sustained domestic demand, benign inflation, consistent Government capital expenditure, and reform momentum is expected to translate into a stable demand environment for the Company's core service lines. The progressive recognition of digital infrastructure as core economic infrastructure represents a structural elevation that the Company expects to benefit from over multiple budget cycles.

11,2 Telecom Sector – Strategic Interpretation

As discussed in Section 2, the telecom sector's transition from network deployment to monetisation, the sustained Government commitment to rural connectivity through BharatNet and the National Broadband Mission, and the modernisation of the spectrum framework collectively support sustained demand for the Company's OFC backbone, NLD and enterprise connectivity offerings. The Company's long-standing role as a CPSE implementing partner for national connectivity programmes positions it to participate meaningfully in upcoming phases and adjacent service opportunities.

11.3 ICT and Digital Infrastructure – Structural Trends

The structural shift towards sovereign hosting, the maturing cloud and managed-services model, and the deepening cybersecurity compliance landscape are expected to drive sustained demand for the Company's Data Centre, cloud and security offerings. Edge Data Centres are expected to emerge as a meaningful incremental opportunity over the medium term, leveraging the Company's distinctive distributed footprint. The Company's AI positioning, anchored on the application-led national framework, is expected to mature progressively over the next two to three years.

11.4 Railway Digital Modernisation – A Multi-Year Anchor

The fiscal commitment and forward roadmap for railway modernisation, particularly KAVACH and adjacent ICT programmes, provide a multi-year demand visibility that is unusual in scale and clarity. The strategic linkage between railway ICT, Data Centre and cybersecurity offerings is expected to deepen, enabling the Company to position integrated bundles for the Indian Railways customer.

11.5 Strategic Direction – Three-Horizon View

Horizon 1 – FY 2026-27: Consolidate

i. Operationalise existing Data Centre capacity expansion and initial edge deployments.

ii. Execute committed railway modernisation milestones, including KAVACH and station projects.

iii. Achieve baseline DPDP and telecom cyber-security compliance maturity.

iv. Strengthen managed-services revenue mix and tail revenue from completed projects.

Horizon 2 – FY 2027-29: Expand

i. Scale Data Centre and edge footprint in alignment with sovereign hosting demand.

ii. Mature cybersecurity-as-a-service and managed-cloud propositions.

iii. Deepen AI-enabled operations and customer solutions in selected verticals.

iv. Expand engagement with State Governments, BFSI and defence.

Horizon 3 – FY 2029-31: Lead

i. Position as a leading domestic sovereign-cloud and edge-infrastructure operator.

ii. Establish credible international ICT presence in selected geographies.

iii. Embed AI-readiness across the network, Data Centre estate and customer-facing solutions.

iv. Continue to anchor Indian Railways' digital transformation as the lead ICT integration partner.

11.6 Outlook Caveats

The outlook above is subject to typical execution, regulatory and market risks discussed in Section 10. The Company does not project specific numerical financial outcomes in this section. All sectoral and macroeconomic projections referenced in this report reproduce Indian Government projections without independent revision by the Company, and are subject to the cautionary statement at the end of this report.

12. ESG and Sustainability

12.1 ESG as a Strategic Sustainability Narrative

The Company's ESG framework is anchored on the Business Responsibility and Sustainability Reporting (BRSR) disclosure regime mandated by SEBI under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the National Guidelines on Responsible Business Conduct (NGRBC), and India's national priorities on clean-energy transition, digital inclusion and responsible governance. *[Source: SEBI LODR Regulations; Ministry of Corporate Affairs – NGRBC.]*

12.2 Environment

i. **Energy Efficiency:** Ongoing monitoring and optimisation of Power Usage Effectiveness (PUE) across Data Centre operations. Implementation of energy-efficient cooling systems, LED lighting and smart monitoring solutions to improve operational efficiency. Upgradation and modernisation of legacy infrastructure with high-efficiency equipment to minimise energy consumption.

ii. **Green Data Centres:** Incorporation of sustainable and green design principles in new Data Centre developments as well as refurbishment initiatives. Adoption of water-efficient cooling technologies and environmentally responsible construction practices. Emphasis on lifecycle environmental performance, resource optimisation, waste reduction and sustainable operations.

iii. **Renewable Energy:** Gradual integration of renewable energy through rooftop solar installations, green tariff mechanisms and open-access renewable energy sourcing. Assessment and implementation of long-term renewable energy procurement strategies aligned with national net-zero commitments. Continuous efforts to enhance the share of renewable energy in overall power consumption.

iv. **Responsible E-Waste Handling:** Compliance with the E-Waste (Management) Rules, 2022, structured disposal through authorised recyclers.

12.3 Social

i. **Digital Inclusion:** Contribution to BharatNet, RailWire and Railway-Station Wi-Fi

ii. **Public Digital Access:** Enablement of e-Governance, education, healthcare and citizen-service delivery platforms supporting national development priorities.

iii. **Employee Well-being:** Detailed coverage in Section 9 (Human Capital) and Section 13 (Employee Health and Safety).

iv. **CSR Programmes:** Implementation of CSR initiatives in accordance with Section 135 of the Companies Act, 2013.The details CSR undertaken during FY 25-26 is given in CSR Report which is forming part of Annual Report

v. **Diversity and Inclusion:** Ongoing initiatives to enhance gender diversity(including organizing workshops/seminars on POSH, Providing maternity benefits and promotion of women employees in Leadership Role) support for differently-abled employees, and inclusive work practices.

12.4 Governance

i. **Board Composition and Independence:** The Board composition consists of Functional Directors, Nominee Directors and Independent Directors. The Board of Directors of the Company consists of experienced professionals who ensures the Company's prosperity by collectively directing towards the Company's Mission and Vision and functions in accordance with the provisions of the Companies Act, 2013, Listing Regulations , Articles of Association, Corporate Governance Guidelines issued by Department of Public Enterprises (DPE) and other directions/ guidelines issued by the Government of India, from time to time, as applicable to the Company, whilst meeting the appropriate interests of its shareholders and stakeholders.

ii. **Ethical Operations:** Adherence to the Code of Business Conduct and Ethics, Whistle-Blower Policy, CVC guidelines, and the Integrity Pact for major procurements.

iii. **Stakeholder Communication:** Transparent communication through Annual Reports, BRSR disclosures, investor presentations, regulatory filings and earnings communications.

13. Employee Health and Safety

The Company recognises the health, safety and well-being of employees, contract workers and personnel at project sites as a core responsibility. This is supported through structured policies, training, periodic health check-ups, mental health awareness, and emergency response preparedness.

During FY 2025–26, RailTel strengthened its preventive healthcare and wellness initiatives through multidisciplinary health camps, specialised eye-screening camps, awareness sessions and blood donation drives organised in association with reputed healthcare institutions for employees and eligible family members. Key initiatives included a Cancer and Health Screening Camp on World Environment Day, a Health Talk on World Hepatitis Day, nationwide sessions for women employees on cancer prevention and menopause, a follow-up women's health session, and an Eye Check-up Camp at the Gurgaon office for employees and office helpers. The Gurgaon Data Centre & CNOC team also organised a team-building programme to promote collaboration and workplace engagement.

At railway sites, tunnels and remote locations, field operations demand strict adherence to safety

protocols, working-near-track procedures, electrical safety norms and PPE use. Site-level Safety Officers, safety audits, toolbox talks and incident-reporting mechanisms anchor this safety culture, with the same standards extended to contractors through contractual clauses, induction training and regular oversight.

These occupational health and safety efforts tie into broader initiatives on ergonomics, work-life balance and emotional well-being, forming part of the Company's wider human capital approach discussed in Section 9.

14. Internal Control Systems and Risk Governance

14.1 Enterprise Risk Governance

The Enterprise Risk Management framework is governed by a Risk Management Policy approved by the Board, with a Risk Management Committee constituted in accordance with the SEBI LODR Regulations. The framework provides for structured risk identification, prioritisation, mitigation, monitoring and reporting across strategic, operational, financial, regulatory, cyber and reputational risk categories. Risks are reviewed periodically by management and by the Risk Management Committee, with material matters escalated to the Board.

14.2 Cybersecurity Operations

Cybersecurity governance is anchored on an Information Security Management System aligned with leading standards. A 24x7 Security Operations Centre provides continuous threat monitoring, detection and response. Controls include perimeter security, network segmentation, endpoint detection, identity and access management, encryption, vulnerability management, secure configuration baselines and incident-response procedures. The framework is being progressively aligned with the regulatory architecture summarised in Section 4.

14.3 Audit Architecture

The Company has a multi-layered audit architecture comprising Internal Audit, Statutory Audit, the Comptroller and Auditor General of India's supplementary audit and propriety reviews, Information Systems Audit, Secretarial Audit, Cost Records / Cost Audit as applicable, and specialised audits including GST, internal financial controls and project audits. The Audit Committee of the Board oversees the audit function, including approval of the internal audit plan, review of audit findings and monitoring of action-taken reports.

14.4 Digital Monitoring and Compliance Systems

Internal control and compliance frameworks are progressively being digitised through integrated systems for compliance tracking, project monitoring, finance and HR operations, secretarial workflows and statutory filings, enabling real-time visibility into compliance status and risk indicators.

14.5 Project Governance

Project governance is anchored on project management processes covering planning, scheduling, milestone tracking, financial monitoring, vendor governance, quality assurance and risk reviews. Procurement transactions are conducted in accordance with the public-procurement framework referenced in Section 4.

14.6 Internal Financial Controls

The Internal Financial Controls framework, as required under Section 134(5)(e) of the Companies Act, 2013, is documented, periodically tested by management, reviewed by internal and statutory auditors, and reported in the Directors' Report. There is no material weaknesses identified that would adversely affect the reliability of financial reporting.

14.7 Business Continuity and Information Security

Business Continuity and Disaster Recovery arrangements cover critical Data Centres, network nodes, key offices and core IT systems. Information security controls span technological, procedural and human-element domains, with role-based access, periodic access reviews, third-party security assessments, and structured controls for the lifecycle of customer and personal data consistent with the data protection framework.

15. Cautionary Statement

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations, plans, intentions, or predictions may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results, performance, or achievements could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand and supply, price conditions in domestic and international markets, changes in Government regulations and policies, tax laws, statutes and other incidental factors, project execution timelines, technology evolution, cyber-incidents, geopolitical developments, and other risks discussed in this report and elsewhere in the Annual Report.

All sectoral and macroeconomic data and projections in this report are drawn exclusively from Indian Government publications and authorities, as cited inline in the relevant sections. Where forward-looking projections of macroeconomic, sectoral or policy variables are made, these reproduce the projections of the originating Indian Government source without independent revision by the Company. The Company assumes no responsibility to publicly amend, modify, or revise any forward-looking statements based on any subsequent developments, information or events.

Report on Corporate Governance

1. Introduction

The Board of Directors at RailTel Corporation of India Limited ("**RCIL**") is committed to follow the principles of good Corporate Governance which is supplemented by the leadership as well as the deep-rooted values that the company firmly stands thereby promoting best practices, transparency and integrity throughout.

This report is prepared in accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the Companies Act, 2013 and Department of Public Enterprise **("DPE")** Guidelines on Corporate Governance, Ministry of Finance, Government of India. The Report contains details of Corporate Governance systems and processes at RCIL.

RCIL got listed on National Stock Exchange of India **("NSE")** and Bombay Stock Exchange **("BSE")** on February 26, 2021 and has established a sound framework of Corporate Governance.

2. Corporate Governance Philosophy and Key Values

Highest levels of Corporate Governance can be observed across the practices and the day-to-day operations of RCIL.

RCIL believes that Corporate Governance is an evolutionary process that encourages the Company to constantly develop and enhance transparency and good governance so as to emerge as role model for other companies.

RCIL's code of Corporate Governance is to enhance ethical and transparent process in managing the affairs of the Company.

The **Key Values** of the Company formally adopted by the Board of Directors are:

- Zeal to excel and zest for change
- Integrity and fairness in all matters
- Respect for dignity and potential of individuals
- Strict adherence to commitments
- Ensure speed of response
- Foster learning, creativity and team work
- Loyalty and pride in the Company

Corporate Governance is strengthened by the fact that RCIL has a Code of Conduct for Board members and Senior Management (which is described in detail elsewhere in this report) and the operations and accounts are audited at multiple levels. There is a process of Internal Audit, Statutory Audit, Cost Audit and Secretarial Audit. Furthermore, the company is committed to maintain a transparent flow of information and ensure compliance with the objectives of 'the principal of corporate governance' stated under Listing Regulations.

3. Board of Directors

The Board of Directors of the Company consists of experienced professionals who ensures the Company's prosperity by collectively directing towards the Company's Mission and Vision and functions in accordance with the provisions of the Companies Act, 2013, Listing Regulations , Articles of Association, Corporate Governance Guidelines issued by Department of Public Enterprises (DPE) and other directions/ guidelines issued by the Government of India, from time to time, as applicable to the Company, whilst meeting the appropriate interests of its shareholders and stakeholders.

3.1 Composition of Board of Directors

RCIL is a "Government Company" within the meaning of Section 2(45) of the Companies Act, 2013 as 72.84% of the total paid up equity share capital of the Company is held by the President of India acting through Ministry of Railways (**"MoR"**), Government of India. As per the provisions of the Articles of Association of the Company, the power to appoint/nominate Directors on the Board of the Company vests with President of India acting through MoR. The detailed composition of the Board as on 31/03/2026 as shown in **Table-1:**

Table-1

Director	Designation
Shri Sanjai Kumar	Chairman & Managing Director
Shri V. Rama Manohara Rao	Director/Finance
Shri Manoj Tandon	Director/Project, Operations & Maintenance
Shri Yashpal Singh Tomar	Director/Network, Planning & Marketing
Shri Rameshwer Meena	Part-time Govt. Nominee Director
Shri Ranjit Kumar	Part-time Govt. Nominee Director
Dr. Subhash Sharma*	Part-time non-official Director / Independent Director
Smt. Asha Sharma	Part-time non-official Director / Independent Director

*Dr. Subhash Sharma, upon completion of tenure, ceased to be Independent Director on the Board of RCIL w.e.f 15/04/2026.

3.2 Details of Directorships, Committee Memberships and Committee Chairpersonship in Companies as on the date of this report:

The details of Directorships, Committee Memberships and Committee Chairpersonship in Companies as on the date of this reports is shown in **Table-2**:

Table-2

Name of Director	Category and Nature of Directorship	Directorships in companies including listed companies (other than RCIL)*	Number of membership(s) held in Audit Committee and Stakeholder Relationship Committee in Public Companies (Including RCIL)	
			As Chairperson	As Member other than Chairperson
Shri Sanjai Kumar	Chairman and Managing Director (Executive/Whole Time Director)	NIL	NIL	NIL
Shri V. Rama Manohara Rao	Director Finance (Executive/Whole Time Director)	NIL	NIL	Stakeholders Relationship Committee - RCIL
Shri Manoj Tandon	Director- Project, Operations & Maintenance (Executive/Whole Time Director)	NIL	NIL	NIL

Name of Director	Category and Nature of Directorship	Directorships in companies including listed companies (other than RCIL)*	Number of membership(s) held in Audit Committee and Stakeholder Relationship Committee in Public Companies (Including RCIL)	
			As Chairperson	As Member other than Chairperson
Shri Yashpal Singh Tomar	Director - Network Planning & Marketing (Executive/Whole Time Director)	NIL	NIL	NIL
Shri Rameshwer Meena	Part-time Govt. Nominee Director (Non-Executive Director)	NIL	NIL	Audit Committee - RCIL
Shri Ranjit Kumar	Part-time Govt. Nominee Director (Non-Executive Director)	NIL	NIL	Audit Committee – RCIL Stakeholders Relationship Committee - RCIL
Smt. Asha Sharma	Part-time non-official Director / Independent Director (Non-Executive Director)	NIL	Audit Committee – RCIL Stakeholders Relationship Committee - RCIL	NIL

* Number of Directorships held excludes Foreign Companies and Section 8 Companies, if any.

As on the date of this report, the strength of the Board of Directors is 7 (Seven), comprising of Four whole-time Directors (i.e. Chairman & Managing Director, Director/Finance, Director/NPM and Director/POM), Two Part-time Govt. Nominee Directors and One Independent Director.

The Chairperson is an Executive Director and therefore, half of the Board should comprise of Independent Directors as required under the provisions of Regulation 17 of Listing Regulations. As on the date of this report, there was vacancy of five (5) Independent Directors for which appointment request has already been made to the MoR.

Since the power to appoint the Directors on the Board of RCIL vests with the President of India acting through MoR, the Company from time to time requests its Administrative Ministry i.e., MoR to appoint the requisite number of Independent Directors on the Board of the Company.

3.3 Change in Directorships:

During the Financial Year 2025-26 and as on the date of this report, following changes took place in the Board Composition:

Name of Director	Cessation/Appointment of Director(s)
Dr. Subhash Sharma	Re-appointed as Part-time non-official Director/Independent Director (Non-executive) of the Company w.e.f. 15/04/2025.
Smt. Asha Sharma	Appointed as Part-time non-official Director/Independent Director (Non-executive) of the Company w.e.f. 13/05/2025.
Shri Rameshwar Meena	Ceased to be Part-time Govt. Nominee Director w.e.f. 10/09/2025.
Shri Rameshwar Meena	Re-appointed as Part-time Govt. Nominee Director w.e.f. 17/10/2025.
Dr. Subhash Sharma	Ceased to be Part-time non-official Director/Independent Director (Non-executive) of the Company w.e.f. 15/04/2026.

Notes:

- The Company being a CPSE, all Directors are appointed/ nominated by the President of India acting through Ministry of Railways, Government of India.
- The term 'whole-time director' used in this report refers to functional/ executive directors.
- The term 'Part-time Govt. Nominee Director' indicates part-time Government nominated directors.
- The term 'non-official'/'independent' indicates part-time Directors who are qualified to be appointed as Independent Director under section 149(6) of the Companies Act, 2013 and rules made thereunder and as per Regulation 16 (1) (b) read with Regulation 25(8) of Listing Regulations.
- Apart from the remuneration to Directors as per the terms and conditions of their appointment and entitled sitting fee to part-time non-official Directors/Independent Directors, as detailed in this report. None of the Directors has any material or pecuniary relationship with the Company which can affect their independence of judgement.
- The number of Directorships of all the Directors is within the maximum limit of 20 Companies (out of which maximum 10 Public Companies) as prescribed under Section 165 of the Companies Act, 2013 and rules made thereunder and as per Regulation 17A of Listing Regulations.
- Committees here denote Audit Committee, Corporate Social Responsibility Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee.
- None of the whole - time directors of the Company are serving as an Independent Director in any other listed company.
- The number of Committee Memberships/ Chairmanships of Directors is within the prescribed ceiling limit in accordance with Regulation 26 (1) of Listing Regulations and the provisions of DPE Corporate Governance Guidelines.

3.4 Number of Board meetings

The Board of Directors met Six (6) times during the Financial Year 2025-26. The details of Board Meetings held during FY 2025-26 is shown in **Table-3:**

Table-3

Sr. No	Board Meeting Number	Date of Board Meeting	Board Strength as on the date of meeting	No. of Directors Present		Percentage of Attendance of Board Meeting
				In Person	Through Video Conferencing	
1.	153rd	01/05/2025	7	4	3	100
2.	154th	15/06/2025	8	6	1	87.50
3.	155th	28/07/2025	8	5	3	100
4.	156th	29/10/2025	8	5	3	100
5.	157st	02/02/2026	8	5	3	100
6.	158th	09/03/2026	8	4	4	100

Leave of absence was granted in accordance with the provisions of Section 167(1) (b) of the Companies Act, 2013 and rules made thereunder.

Shri J. S. Marwah, Company Secretary, has attended all Board Meetings of the Company held during the Financial Year 2025-26.

3.5 Details of attendance of the Directors at the Board Meeting during FY 2025-26

Details of attendance of the Directors at the Board Meeting during FY 2025-26 is shown in **Table-4:**

Table-4

Director	No. of meetings during 2025-26		
	Held (during their respective tenures while holding charge)	Attended	Attended last AGM
Shri Sanjai Kumar	6	6	Yes
Shri V. Rama Manohara Rao	6	6	Yes
Shri Manoj Tandon	6	6	Yes
Shri Yashpal Singh Tomar	6	6	Yes
Shri Rameshwar Meena	6	6	Yes
Shri Ranjit Kumar	6	5	Yes
Dr. Subhash Sharma	6	6	Yes
Smt. Asha Sharma	5	5	Yes

Notes:

(a) Dr. Subhash Sharma re-appointed as Part-time non-official Director/Independent Director of the Company w.e.f. 15/04/2025 and, upon completion of tenure, he ceased to be Part-time non-official Director/Independent Director of the Company w.e.f. 15/04/2026.

(b) Smt. Asha Sharma appointed as Part-time non-official Director/Independent Director of the Company w.e.f. 13/05/2025.

(c) Shri Rameshwar Meena, Ceased to be Part-time Govt. Nominee Director w.e.f. 10/09/2025 and re-appointed as Part-time Govt. Nominee Director w.e.f. 17/10/2025.

4. Disclosure about Directors

As per the disclosures made by the Directors in terms of provisions of Section 184 of the Companies Act, 2013, no relationship exists between Directors inter-se.

Part-time Govt. Nominee Directors are from the Administrative Ministry i.e. MoR and thus related to the promoters being the Government of India, MoR.

The appointment of Whole-Time Directors of the Company is done by the President of India acting through MoR and not by the Company. Further, Government of India appoints Part-Time (Govt. Nominee & Non-Official/Independent) Directors for a fixed tenure.

As per the disclosure given by the Directors, none of them held any share of RCIL except following:

Sl. No	Name of Director	Designation	Number of Shares held as on 31/03/2026
1	Shri Sanjai Kumar	Chairman & Managing Director	6,000
2	Shri Manoj Tandon	Director/Project Operation & Maintenance	225

4.1 Familiarization Programme/Training Programme for Independent Directors

The Company familiarizes the Independent Directors with the activities and functioning of the Company and their roles, rights and responsibilities in the Company, nature of the industry in which the company operates, business model of the Company etc. through various programmes and presentations. The details of such familiarization programmes are disclosed on the company's website at weblink: https://www.railtel.in/familiarization-programmes-for-independent-directors.html

4.2 Skills/ Expertise/ Competence identified by the Board of Directors as required in the context of the business:

Being a Government Company, the appointment of all the Directors (Whole-Time/ Government Nominee/ Independent Directors) is made by the President of India acting through MoR. A table summarizing the key qualifications, skills, expertise and attributes of the Directors of RCIL, as identified by Administrative Ministry i.e. MoR, Government of India and/or Public Enterprises Selection Board (PESB) is given below:

Sr No.	Category of Director	Required Expertise/Skill
1.	**Functional Directors (Whole-time Director)**	
(i)	**Chairman & Managing Director**	**Qualification:-** Engineering graduate/ Chartered Accountant/ Cost Accountant/ Graduate with MBA/ Post Graduate Diploma in Management (PGDIM) from a leading Institute. **Experience:** The applicant should possess five years' cumulative experience/ exposure in the last ten years in Telecommunication & Information Technology sector at a senior level of management in an organization of repute. **Job Description & Responsibilities:-** The Chairman & Managing Director is the Chief Executive of the Company and accountable to its Board of Directors and Government/ Shareholders. He is responsible for the efficient functioning of the company for achieving its corporate objectives and performance parameters.

<table>
<tr><th>Sr No.</th><th>Category of Director</th><th>Required Expertise/Skill</th></tr>
<tr><td>(ii)</td><td>Director/ Finance</td><td>Qualification:-
(i) The applicant should be a Chartered Accountant or Cost Accountant or a full time MBA/PGDM course with good academic record from a recognized University/Institution.
(ii) Officers of Organized Group 'A' Accounts Services [i.e. Indian Audit and Accounts Service, Indian Defence Accounts Service, Indian Railway Accounts Service, Indian Civil Accounts Service, Indian P&T Accounts & Finance Service and Indian Cost Accounts Service] working in the appropriate level are exempted from these educational qualifications.
(iii) Further, applicants from the Central Govt./Armed Forces of the Union/All India Services, will also be exempted from the educational qualifications as per (i) above provided the applicants have 'the relevant experience' as mentioned in Para (iii) below of Experience heading.
In respect of applicants from Organized Group 'A' Accounts Services/Central Government/Armed Forces of the Union/All India Services, Chartered Accountant/ Cost Accountant/MBA/PGDM will be a desirable educational qualification.

Experience:
(i) The applicant should have at least five years of cumulative experience at a senior level during the last ten years in the area of Corporate Financial Management and Accounts in an organization of repute.
(ii) Applicants from Organized Group 'A' Accounts Services should have at least five years cumulative experience at a senior level during the last ten years in the area of Corporate Financial Management/Accounts.
(iii) 'The relevant experience' in respect of applicants from Central Government/ Armed Forces of the Union/All India Services would include at least seven years of cumulative experience at a senior level during the last ten years in the area of Corporate Financial Management/Accounts.

Job Description & Responsibilities:-
Director (Finance) is a member of Board of Directors and reports to the Chairman and Managing Director. He/She is the overall in-charge of Finance and Accounts functions of the organization and is responsible for evolving and formulating related policies and their implementation including Financial Planning, budgeting, costing, financial control, preparation of financial statements in compliance with corporate norms and statutory requirements.</td></tr>
</table>

Sr No.	Category of Director	Required Expertise/Skill
(iii)	**Director/ Network, Planning and Marketing**	**Qualification:-** The applicant should be an Engineering graduate in Electronics/ Telecommunication/ Electrical with good academic record from a recognised University/ Institute. Applicants with MBA/ PGDM qualifications will have added advantage. **Experience:-** (i) The applicant should have at least five years of cumulative experience in Indian Railway signalling or other telecom organization of repute during the last ten years. (ii) Knowledge of modern management techniques, use of information technology and ability of enhancing productivity through economies of scale, logistics management and ability in managing multi-disciplinary teams, planning, networking and outsourcing will have added advantage. (iii) Marketing skills to capture business is desirable. **Job Description & Responsibilities:-** Director (NP&M) is a member of the Board of Director and reports to Chairman & Managing Director, RailTel. He exercises statutory and corporate responsibilities in the efficient and profitable operation of the Company. He is also responsible for:- 1) Planning for telecom and ICT. 2) Driving business development in the enterprise sector. 3) Conceptualizing and developing product design, product and service pricing, sales and marketing, service delivery and service assurance. 4) Development of new business in government domain including telecom, mission made projects. 5) Ensuring that the investments in the Company are based on sound strategic and are phased in time with revenue expectations and realization. 6) Developing new business through OEM's, franchises, PPP etc. and for entering into Joint Venture and marketing alliances, potential business opportunities and /or marketing arrangement (s) in the telecom sector, including assessment of marketing and sales potential of such new kind of services. 7) Brand building publicity for service and product. 8) Any other duties and responsibilities assigned by the CMD.

Sr No.	Category of Director	Required Expertise/Skill
(iv)	**Director, Project Operation, and Maintenance**	**Qualification:-** The candidate should be an engineering graduate or equivalent preferably in Electrical / communications/Electronics Engineering with good academic record from a recognized university/institution. **Experience:-** The applicant should have technical/operational experience/ exposure for at least 5 years during the last 10 years at a senior level of management in Telecommunications/Information technology is essential. Experience in Railways sector is preferable. Experience in Marketing/Managing multi-disciplinary streams/ HRD/Contract management will have added advantage. **Job Description & Responsibilities:-** Director (Projects, Operations, Maintenance) is a member of Board of Directors and reports to Managing Director. He/she exercises statutory and corporate responsibilities in the efficient and profitable operation of the Company. He/she is responsible for managing specific tasks assigned to him related to projects, operations and maintenance of the telecom assets of the company.
2.	**Part-time Government Nominee Directors**	As may be decided by the Government of India (Ministry of Railways)
3.	**Part-time non-official/ Independent Directors**	As may be decided by the Government of India (Ministry of Railways)

4.3 List of core skills /expertise/competencies actually available with the Board:

All the members of the Board of the Company possess requisite skills, expertise and competencies required for assisting in effective and efficient functioning of the company.

4.4 Board Independence:

All the Independent Directors have given declaration that they meet the criteria of Independence in accordance with the provisions of Section 149(7) of Companies Act, 2013, Schedule IV and Regulation 16 (1) (b) read with Regulation 25(8) of Listing Regulations.

Further, none of the Directors are debarred from holding office as Director by virtue of any order of the Securities and Exchange Board of India or any other authority.

4.5 Detailed reasons for resignation of an Independent Director:

No Independent Director has resigned during FY 2025-26.

5. Board Committees

In compliance with requirement of Listing Regulations, the Companies Act, 2013, DPE Guidelines on Corporate Governance and other requirements, the Board of Directors of the Company has constituted the following Board level Committees:

The Chairperson of the respective Committees, determines the frequency of the meetings of these Committees. The recommendations of the Committees are submitted to the Board for their approval.

5.1 Audit Committee

The Audit Committee was originally set up with the approval of Board of Directors as per the requirement under Section 292A of the Companies Act, 1956. This has been reconstituted from time to time as and when required. The company has amended the terms of reference of the Audit Committee in line with the provisions of section 177 of the Companies Act, 2013, Regulation 18 and Regulation 24(2) of the Listing Regulations and DPE guidelines on Corporate Governance. The composition of the Audit Committee as on 31/03/2026 is shown in **Table-5** and the composition of the Audit Committee as on date of this report is shown in **Table-6:**

Table-5

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Dr. Subhash Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Smt. Asha Sharma	Member	Part Time non-official Director/Independent Director
3.	Shri Rameshwer Meena	Member	Part-Time Govt. Nominee Director

Shri J. S. Marwah, Company Secretary acts as Secretary to the Committee.

Table-6

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Smt. Asha Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Shri Rameshwer Meena	Member	Part-Time Govt. Nominee Director
3.	Shri Ranjit Kumar	Member	Part-Time Govt. Nominee Director

5.1.1 Terms of reference of the Audit Committee as decided by the BoD is as under:-

The Audit Committee shall be responsible for the following, among other things, as may be required by the stock exchanges from time to time:

(a) Powers of Audit Committee

The Audit Committee shall have powers, including the following:

1) To investigate any activity within its terms of reference.

2) To seek information from any employee.

3) To obtain outside legal or other professional advice.

4) To secure attendance of outsiders with relevant expertise, if it considers necessary.

(b) Role of Audit Committee

The role of the Audit Committee shall include the following:

1) oversight of the Company financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2) taking on record the appointment of auditors of the Company by the Comptroller and Auditor General of India;

3) recommendation for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company based on the order of Comptroller and Auditor General of India;

4) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

5) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

   a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

   b) changes, if any, in accounting policies and practices and reasons for the same

   c) major accounting entries involving estimates based on the exercise of judgment by management;

   d) significant adjustments made in the financial statements arising out of audit findings;

   e) compliance with listing and other legal requirements relating to financial statements;

   f) disclosure of any related party transactions;

   g) modified opinion(s) in the draft audit report;

6) reviewing, with the management, the quarterly financial statements before submission to the board for approval;

7) reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential

issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;

8) reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;

9) approval or any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed;

10) scrutiny of inter-corporate loans and investments;

11) valuation of undertakings or assets of the listed entity, wherever it is necessary;

12) evaluation of internal financial controls and risk management systems;

13) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

14) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

15) discussion with internal auditors of any significant findings and follow up there on;

16) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

17) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

18) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

19) to review the functioning of the whistle blower mechanism;

20) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

22) Review the following information:

    (a) Management discussion and analysis of financial condition and results of operations;

    (b) Statement of significant related party transactions (as defined by the audit committee), submitted by management;

    (c) Management letters / letters of internal control weaknesses issued by the statutory auditors;

    (d) Internal audit reports relating to internal control weaknesses;

    (e) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee; and

    (f) Statement of deviations;

        a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

23) To review the follow up action on the audit observations of the C&AG audit;

24) Recommend the appointment, removal and fixing of remuneration of cost auditors; and

25) Carrying out any other function as specified by the Board as may be prescribed under the Companies Act and Listing Regulations, from time to time.

5.1.2 Meetings and Attendance of Audit Committee

During the Financial Year 2025-26, the Audit Committee met Six (6) times i.e., on 01/05/2025, 14/06/2025, 11/07/2025, 28/07/2025, 29/10/2025 and 02/02/2026. The attendance of the members at the meetings held during FY 2025-26 are shown in **Table-7:**

Table-7

Name of Director	Position in the Committee at the time of meeting	Meetings held (During their respective tenures)	Meetings attended	
			In person	Through Video Conferencing
Dr. Subhash Sharma	Chairperson	6	3	3
Shri Rameshwer Meena	Member	5	1	4
Shri Ranjit Kumar	Member	2	0	2
Smt. Asha Sharma	Member	5	4	1

Notes:

(a) Shri V. Rama Manohara Rao, Director/Finance has attended all the meetings of Audit Committee as a Special Invitee held during the Financial Year 2025-26 during his tenure.

(b) Upon re-appointment of Dr. Subhash Sharma as Part Time non-official Director/Independent Director w.e.f. 15/04/2025, he was also appointed as Chairperson of the Committee w.e.f. 15/04/2025 and Shri Rameshwer Meena re-designated as Member from Chairperson of the Committee w.e.f. 15/04/2025.

(c) Shri Manoj Tandon ceased to be Member of the Committee w.e.f. 15/04/2025.

(d) Upon appointment of Smt. Asha Sharma as Part-Time non-official Director/Independent Director w.e.f. 13/05/2025, she was also appointed as Member of the Committee w.e.f. 13/05/2025.

(e) Shri Ranjit Kumar ceased to be Member of the Committee w.e.f. 13/05/2025.

(f) Due to transfer from the post of Executive Director/Signal, Railway Board, Shri Rameshwar Meena was ceased to be Part time Government Nominee Director of the Company w.e.f. 10/09/2025, therefore, he was also ceased to be the Member of the Committee w.e.f 10/09/2025.

(g) Shri Ranjit Kumar was appointed as Member of the Committee w.e.f. 10/09/2025.

(h) Upon re-appointment of Shri Rameshwar Meena as Part time Government Nominee Director of the Company w.e.f. 17/10/2025 in terms of Ministry of Railways, Government of India vide letter No.2022/PL/57/10 dated 17/10/2025, he was also appointed as Member of the Committee w.e.f. 29/10/2025.

(i) Shri Ranjit Kumar was ceased as Member of the Committee w.e.f. 29/10/2025.

(j) Upon completion of tenure, Dr. Subhash Sharma was ceased to be Part-time non-official Director/Independent Director (Non-executive) of the Company w.e.f. 15/04/2026, accordingly he was also ceased as Chairperson of the Committee w.e.f. 15/04/2026 and Smt. Asha Sharma was re-designated as Chairperson of the Committee w.e.f. 15/04/2026.

(k) Shri Ranjit Kumar was appointed as Member of the Committee w.e.f. 15/04/2026.

(l) During the FY 2025-26, the Audit Committee was reconstituted 4 (four) times i.e., on 15/04/2025, 13/05/2025, 10/09/2025 and 29/10/2025. Subsequently as on the date of this report, the committee was again reconstituted 1 (one) time i.e., on 15/04/2026.

5.2 Nomination & Remuneration Committee

Being a CPSE, the appointment, tenure and remuneration of Chairman & Managing Director and Whole-Time Directors in RCIL are decided by the Government of India. The Part-Time Non-Official Directors/Independent Directors are paid sitting fees for attending the Board and Committee meetings. The Government Nominee Directors are not paid any remuneration/sitting fee by the Company. The remuneration of employees of the Company is fixed as per the guidelines issued by DPE, from time to time.

The composition of Nomination & Remuneration Committee as on 31/03/2026 is shown in **Table-8** and as on date of this report is shown in **Table -9:**

Table-8

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Dr. Subhash Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Smt. Asha Sharma	Member	Part Time non-official Director/Independent Director
3.	Shri Rameshwer Meena	Member	Part-Time Govt. Nominee Director

Shri J. S. Marwah, Company Secretary acts as Secretary to the Committee

Table-9

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Smt. Asha Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Shri Rameshwer Meena	Member	Part-Time Govt. Nominee Director
3.	Shri Ranjit Kumar	Member	Part-Time Govt. Nominee Director

5.2.1 Terms of reference for the Nomination & Remuneration Committee as decided by the BoD is as under:-

The Nomination and Remuneration Committee shall be responsible for the following, among other things, as may be required by the stock exchanges from time to time:

1) To decide and approve the annual bonus/ variable pay pool/performance related pay and policy for its distribution across executives and non-unionized supervisors of the Company within the limits prescribed in the DPE Guidelines;

2) To review the policies for selection and removal of persons in Senior Management and other employees as per DPE Guidelines and other Government Guidelines and recommend the same for approval to the Board;

3) To identify persons who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

4) To recommend to the Board of Directors a policy relating to the remuneration, in whatever form, for the key managerial personnel, senior management and other employees;

5) Taking on record the appointment and removal of directors, including independent directors, by the President of India, acting through respective Ministries;

6) Taking on record the extension, if any, of the term of the independent directors of the Company, as may be directed by the President of India, acting through the respective ministries; and

7) Carrying out any other function as specified by the Board as may be prescribed under the Companies Act or DPE Guidelines, SEBI (LODR) Regulations, 2015 and any other laws and their amendments from time to time and taking on record the various policies, if any, promulgated by the Central Government.

Explanation: "Senior Management" shall mean officers / personnel of the Company who are members of its core management team excluding Board of Directors and shall include all members one level below the Chief Executive Officer/ Managing Director/Whole time director/Manager (including CEO/Manager, in case they are not part of the board) and specifically includes the functional heads and the persons identified and designated as key managerial personnel, other than the board of directors, by the Company.

5.2.2 Meetings, Attendance and Composition of Nomination & Remuneration Committee

During the Financial Year 2025-26, the Nomination and Remuneration Committee met Three (3) times i.e., on 30/04/2025, 29/10/2025 and 09/03/2026. The details of which are given **Table-10:**

Table-10

Name of Director	Position in the Committee at the time of meeting	Meetings held (During their respective tenures)	Meetings attended	
			In person	Through Video Conferencing
Dr. Subhash Sharma	Chairperson	3	0	3
Shri Rameshwer Meena	Member	2	0	2
Shri Ranjit Kumar	Member	2	0	2
Smt. Asha Sharma	Member	2	1	1

Notes:

(a) Upon re-appointment of Dr. Subhash Sharma as Part Time non-official Director/Independent Director w.e.f. 15/04/2025, he was also appointed as Chairperson of the Committee w.e.f. 15/04/2025 and Shri Rameshwer Meena re-designated as Member from Chairperson of the Committee w.e.f. 15/04/2025.

(b) Shri Yashpal Singh Tomar ceased to be Member of the Committee w.e.f. 15/04/2025.

(c) Upon appointment of Smt. Asha Sharma as Part-Time non-official Director/Independent Director w.e.f. 13/05/2025, she was also appointed as Member of the Committee w.e.f. 13/05/2025.

(d) Shri Rameshwer Meena ceased to be Member of the Committee w.e.f. 13/05/2025.

(e) Shri Ranjit Kumar was ceased as Member of the Committee w.e.f. 29/10/2025 and Shri Rameshwer Meena was appointed as Member of the Committee w.e.f. 29/10/2025.

(f) Upon completion of tenure, Dr. Subhash Sharma was ceased to be Part-time non-official Director/Independent Director of the Company w.e.f. 15/04/2026, accordingly he was also ceased as Chairperson of the Committee w.e.f. 15/04/2026 and Smt. Asha Sharma was re-designated as Chairperson of the Committee w.e.f. 15/04/2026.

(g) Shri Ranjit Kumar was appointed as Member of the Committee w.e.f. 15/04/2026.

(h) During the FY 2025-26, the Nomination and Remuneration Committee was reconstituted 3 (three) times i.e., on 15/04/2025, 13/05/2025 and 29/10/2025. Subsequently as on the date of this report, the Committee was again reconstituted 1 (one) time i.e., on 15/04/2026.

5.2.3 Performance evaluation criteria for Independent Directors

Ministry of Corporate Affairs has, vide its notification dated 5th June, 2015, notified the exemptions to Government Companies from certain provisions of the Companies Act, 2013 which inter-alia provides that Section 134 (3)(p) regarding a statement indicating the manner of formal annual evaluation of Board, shall not apply to Government Companies in case the Directors are evaluated by the Ministry which is administratively in charge of the Company as per its evaluation methodology. Further, the aforesaid circular issued by the MCA has also exempted the sub-sections (2), (3) & (4) of Section 178 which states that the appointment, performance evaluation and remuneration shall not apply to Directors of Government Companies.

Further, MCA vide its notification dated 5th July, 2017 has made an amendment in the Schedule IV of the Act, whereby it has exempted Government Companies from complying with the requirement of performance evaluation by the Independent Directors of Non-Independent Directors and Chairman and performance evaluation of the Independent Directors by the Board if the concerned department or ministries have specified these requirements.

DPE has already laid down a mechanism for performance appraisal of all Functional Directors. The performance evaluation of Functional Directors as well as the Company is done through a system of Annual Performance Appraisal Report (APAR) by MoR and Memorandum of Understanding entered with Ministry of Railways respectively, and the said evaluation is submitted to DPE through the Administrative Ministry. RCIL enters into Memorandum of Understanding (MoU) with Government of India each year, containing key performance parameters for the Company. The MoU targets are cascaded down and form an integral part of the performance appraisal of the individuals.

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In respect of Government Nominee Directors, their evaluation is done by the MoR as per the procedure laid down. Since Independent Directors are also appointed by the Government of India, their evaluation is also done by the Ministry of Railways and finally by DPE.

5.3 Corporate Social Responsibility Committee

The Company has constituted a Corporate Social Responsibility Committee (CSR) Committee in accordance with the provisions of Section 135 of the Companies Act, 2013 and rules made thereunder.

The composition of CSR Committee of the Board as on 31/03/2026 and as on date of this report is shown in **Table 11:**

Table-11

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Smt. Asha Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Shri V. Rama Manohara Rao	Member	Director/Finance
3.	Shri Ranjit Kumar	Member	Part Time Govt. Nominee Director

Shri J. S. Marwah, Company Secretary acts as Secretary to the Committee

5.3.1 Terms of reference for the Corporate Social Responsibility Committee as decided by the BoD is as under:-

1) To formulate and recommend to the Board, a CSR policy which will indicate the activities to be undertaken by the Company in accordance with Schedule VII of the Companies Act, 2013;
2) To review and recommend the amount of expenditure to be incurred on the activities referred to in clause 1;
3) To monitor the CSR policy of the Company from time to time;
4) To recommend/review CSR projects/ programmes/proposals, falling within the purview of Schedule VII of the Companies Act, 2013;
5) To assist the Board of Directors to formulate strategies on CSR initiatives of the Company;
6) To institute a transparent monitoring mechanism for implementation of the Corporate Social Responsibility projects or programs or activities undertaken by the Company;
7) Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

5.3.2 Meetings, Attendance and Composition of CSR Committee:-

During the Financial Year 2025-26, the CSR Committee met One (1) time i.e., on 29/10/2025. The attendance of the members at the meeting held during FY 2025-26 is shown in **Table-12:**

Table-12

Name of Director	Position in the Committee at the time of meeting	Meetings held (During their respective tenures)	Meetings attended	
			In person	Through Video Conferencing
Shri Ranjit Kumar	Chairperson	1	0	1
Shri V. Rama Manohara Rao	Member	1	1	0
Dr. Subhash Sharma	Member	1	0	1

Notes:

(a) Upon re-appointment of Dr. Subhash Sharma as Part Time non-official Director/Independent Director w.e.f. 15/04/2025, he was also appointed as Member of the Committee w.e.f. 15/04/2025.

(b) Shri Yashpal Singh Tomar was ceased as member of the Committee w.e.f. 15/04/2025.

(c) Upon appointment of Smt. Asha Sharma as Part Time non-official Director/Independent Director w.e.f. 13/05/2025, she was also appointed as Chairperson of the Committee w.e.f. 29/10/2025 and Shri Ranjit Kumar re-designated as Member from Chairperson of the Committee w.e.f. 29/10/2025.

(d) Dr. Subhash Sharma ceased to be Member of the Committee w.e.f. 29/10/2025.

(e) During the FY 2025-26, the Corporate Social Responsibility Committee was reconstituted 2 (two) times i.e., on 15/04/2025 and 29/10/2025.

5.4 Stakeholder's Relationship Committee

The Company has constituted Stakeholders Relationship Committee in line with the provisions of Section 178(5) of the Companies Act, 2013 and Listing Regulations. The scope and function of the Stakeholders Relationship Committee is in line with the provisions of Section 178 (5) of the Companies Act, 2013 and Regulation 20 of Listing Regulations.

The composition of Stakeholders Relationship Committee as on 31/03/2026 and as on date of this report is shown in **Table 13:**

Table-13

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Smt. Asha Sharma	Chairperson	Part Time non-official Director/Independent Director
2.	Shri V. Rama Manohara Rao	Member	Director/Finance
3.	Shri Ranjit Kumar	Member	Part Time Govt. Nominee Director

Shri J. S. Marwah, Company Secretary acts as Secretary to the Committee.

5.4.1 Terms of reference for the Stakeholder Relationship Committee as decided by the BoD is as under:-

The Stakeholders Relationship Committee shall be responsible for the following, among other things, as may be required by the stock exchanges from time to time:

1) The Stakeholders Relationship Committee

shall consider and resolve the grievances of the security holders of the Company including complaints related to transfer of securities, non-receipt of annual report, non-receipt of declared dividends, etc.;

2) Reviewing adherence to the service standards adopted by the Company in respect of various services being rendered by the registrar and share transfer agent;

3) Review of measures taken for effective exercise of voting rights by shareholders.

4) Reviewing the various measures and initiatives undertaken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company; and

5) Carrying out any other function contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as and when amended from time to time.

5.4.2 Meetings, Attendance and Composition of Stakeholders Relationship Committee

During the Financial Year 2025-26 the Stakeholders Relationship Committee met One (1) time i.e., on 09/03/2026. The attendance of the members at the meetings held during FY 2025-26 is shown in **Table-14:**

Table-14

Name of Director	Position in the Committee at the time of meeting	Meetings held (During their respective tenures)	Meetings attended	
			In person	Through Video Conferencing
Smt. Asha Sharma	Chairperson	1	0	1
Shri V. Rama Manohara Rao	Member	1	1	0
Shri Ranjit Kumar	Member	1	0	1

Notes:

(a) Upon re-appointment of Dr. Subhash Sharma as Part Time non-official Director/Independent Director w.e.f. 15/04/2025, he was also appointed as Member of the Committee w.e.f. 15/04/2025 and Shri Yashpal Singh Tomar ceased to be Member of the Committee w.e.f. 15/04/2025.

(b) Upon appointment of Smt. Asha Sharma as Part Time non-official Director/Independent Director w.e.f. 13/05/2025, she was also appointed as Chairperson of the Committee w.e.f. 29/10/2025 and Shri Rameshwer Meena ceased as Member of the Committee w.e.f. 29/10/2025.

(c) Dr. Subhash Sharma ceased to be Member of the Committee w.e.f. 29/10/2025 and Shri Ranjit Kumar was appointed as Member of the Committee w.e.f. 29/10/2025.

(d) During the FY 2025-26, the Stakeholders Relationship Committee was reconstituted 2 (two) times i.e., on 15/04/2025 and 29/10/2025.

5.4.3 Redressal of Investors' Grievance:

The Company addresses all complaints, suggestions and grievances of the investors expeditiously and resolves them within specified timeline.

5.4.4 Name and Designation of Compliance Officer:

Shri J. S. Marwah, is the Compliance officer of the Company in terms of Listing Regulations.

5.4.5 Name and Designation of Chief Investor Relation Officer:

Shri H.C. Batra, is the Chief Investor Relation Officer of the Company.

5.4.6 Details of Shareholder's Complaints:

The Company addresses all complaints and grievances of the investors expeditiously and resolves them within specified timeline. During FY 2025-26, a total of 131 queries/complaints from Shareholders were received, and all the complaints were resolved at the year-end.

5.5 Risk Management Committee

The Company has constituted Risk Management Committee in line with the requirement of Regulation 21 of Listing Regulations (as amended). The role and responsibilities of Risk Management Committee is in line with the provisions of Regulation 21 of Listing Regulations.

The composition of Risk Management Committee as on 31/03/2026 and as date of this report is shown in **Table 15:**

Table-15

Sr. No.	Name of Director	Position in the Committee	Designation
1.	Shri Sanjai Kumar	Chairperson	Chairman & Managing Director
2.	Shri V. Rama Manohara Rao	Member	Director/Finance
3.	Shri Manoj Tandon	Member	Director/POM
4.	Shri Yashpal Singh Tomar	Member	Director/NPM
5.	Smt. Asha Sharma	Member	Part Time non-official Director/Independent Director
6.	Shri H.C. Batra	Member & CRO	Special Executive Director/Finance

Shri J. S. Marwah, Company Secretary acts as Secretary to the Committee.

5.5.1 Terms of reference/role and responsibilities for the Risk Management Committee as decided by the BoD is as under:-

The Risk Management Committee has the key role of monitoring the development, implementation and performance of the Enterprise Risk Management framework and maintains an enterprise wide view of the top risks. The Risk Management Committee shall meet at least twice in a year. The meetings of the risk management committee shall be conducted in such a manner that on a continuous basis not more than two hundred and ten days shall elapse between any two consecutive meetings.

1) Assisting the Audit Committee in overseeing and monitoring the development, implementation and performance of the Enterprise Risk Management Framework;
2) Ensuring that management understands and accepts its responsibility for identifying, assessing and managing risks;
3) Reporting the top risks faced by the organization to the Audit Committee and subsequent mitigation plan;
4) Co-ordinating decision making with the Audit Committee to ensure consistency in the risk management responses;
5) Ensuring that responsibility and authorities are clearly defined and that adequate resources are assigned to the Enterprise Risk Management Framework;

6) Ensuring that effective risk mitigation/control testing programs are in place and the results are evaluated and acted upon;

7) Ensuring that adequate process and systems are in place to facilitate cyber security;

8) Ensuring that the Audit Committee is informed about any new/emerging risks faced by the organization.

9) To perform all such functions as specified in Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 or any amendments thereon time to time.

5.5.2 Meetings, Attendance and Composition of Risk Management Committee

During the Financial Year 2025-26, the Risk Management Committee met two (2) times i.e., on 30/05/2025 and 19/12/2025. The attendance of the members at the meetings held during FY 2025-26 is shown in **Table-16:**

Table-16

Name of Director	Position in the Committee	Meetings held (During their respective tenures)	Meetings attended	
			In Person	Through Video Conferencing
Shri Sanjai Kumar	Chairperson	2	2	0
Shri V. Rama Manohara Rao	Member	2	2	0
Shri Manoj Tandon	Member	2	2	0
Shri Yashpal Singh Tomar	Member	2	0	1
Dr. Subhash Sharma	Member	1	0	1
Smt. Asha Sharma	Member	1	0	1
Shri H.C. Batra	Member & CRO	2	1	1

Notes:

(a) Upon re-appointment of Dr. Subhash Sharma as Part Time non-official Director/Independent Director w.e.f. 15/04/2025, he was also appointed as Member of the Committee w.e.f. 15/04/2025.

(b) Upon appointment of Smt. Asha Sharma as Part Time non-official Director/Independent Director w.e.f. 13/05/2025, she was also appointed as Member of the Committee w.e.f. 29/10/2025 and Dr. Subhash Sharma ceased as Member of the Committee w.e.f. 29/10/2025.

(c) During the FY 2025-26, the Risk Management Committee was reconstituted 2 (two) times i.e., on 15/04/2025 and 29/10/2025.

6. Senior Management

The Board of Directors in their meeting held on 13/04/2026 resolved that followings will be considered as Senior Management ("SM") of the Company in terms of Regulation 16(1)(d) of the Listing Regulations:

a. All Regional Heads irrespective of the Level

b. Chief Vigilance Officer

c. All E-9 level executives or equivalent (i.e. those designated as Pr. Executive Director)

d. Chief Financial Officer

e. Company Secretary

f. Chief Technology Officer

g. Chief Information Security Officer

h. Any other persons identified and designated as Senior Management by the Board of Directors of the Company.

The details of Senior Management as on the date of this report, are as follows:

Sr. No.	Name	Designation
1	Shri V Rama Manohara Rao	Chief Financial Officer
2	Ms. Sarika Aggarwal Synrem	Chief Vigilance Officer
3	Shri J.S Marwah	Company Secretary and Compliance Officer
4	Shri K Manohar Raja	Pr. Executive Director/Southern Region
5	Shri Harish Pawaria	Pr. Executive Director/Northern Region
6	Shri Vinod Kumar Agarwal	Pr. Executive Director/Western Region
7	Shri Zakir Husain Siddiqui	Pr. Executive Director/Eastern Region
8	Shri Parag Kumar Goyal	Pr. Executive Director/Enterprise Business
9	Shri R S Mani	Chief Technology Officer
10	Shri Ravi Kant Prasad	Chief Information Security Officer

6.1 Change in Senior Management:

During the Financial Year 2025-26 and as on the date of this report, following changes took place in the Senior Management:

Name of Senior Management	Cessation/Appointment of Senior Management
Shri Suresh Kumar (Pr. Executive Director/Marketing)	Ceased as SM w.e.f. 22/04/2025
Dr. Sharad Sharma (Pr. Executive Director)	Appointed as SM w.e.f. 10/06/2025
Shri Deepak Prakash Garg (Pr. Executive Director)	Appointed as SM w.e.f. 10/06/2025
Dr. Chandramani Sharma (Chief Vigilance Officer)	Ceased as SM w.e.f. 20/06/2025
Smt. Sunita Singh (Pr. Executive Director/HR)	Ceased as SM w.e.f. 16/09/2025
Ms. Sarika Aggarwal Synrem (Chief Vigilance Officer)	Appointed as SM w.e.f. 21/11/2025
Shri Ramphool Chandel (Pr. Executive Director and TM/Jaipur)	Ceased as SM w.e.f. 10/01/2026
Dr. Sharad Sharma (Pr. Executive Director)	Ceased as SM w.e.f. 10/01/2026
Shri Deepak Prakash Garg (Pr. Executive Director)	Ceased as SM w.e.f. 10/01/2026
Ms. Madhulika Pathak (Pr. Executive Director/Finance)	Appointed as SM w.e.f. 13/01/2026
Shri R S Mani (Chief Technology Officer)	Appointed as SM w.e.f. 13/04/2026

Name of Senior Management	Cessation/Appointment of Senior Management
Shri Ravi Kant Prasad (Chief Information Security Officer)	Appointed as SM w.e.f. 13/04/2026
Shri Jagdeep Singh Pr. Executive Director/Northern Region	Ceased as SM w.e.f. 30/06/2026
Ms. Madhulika Pathak Pr. Executive Director/Finance	Ceased as SM w.e.f. 30/06/2026
Shri Harish Pawaria Pr. Executive Director/Northern Region	Appointed as SM w.e.f. 30/06/2026 (AN)

7. Separate Meeting of Independent Directors

In terms of the provisions mentioned under Listing Regulations, Section 149 and Code of Conduct of Independent Directors of the Companies Act, 2013, the independent directors of the company shall hold at least one meeting in a financial year, without the attendance of non-independent directors and members of management. The Meeting of Independent Directors was held on 14/06/2025.

All the Independent Directors had attended the said Meeting and the minutes of the meeting were placed in the meeting of Board of Directors.

8 . General Body Meetings

The Last Three (3) Annual General Meetings and an Extraordinary General Meeting were held as under:

Financial Year AGM/EGM	Date of holding meeting	Time	Venue	Special Resolution Passed
*Extra-Ordinary General Meeting (Equity Shareholders)	26th May, 2023	11:30 AM	Through Video Conferencing/Other Audio-Visual Means	Yes
*Extra-Ordinary General Meeting (Unsecured Creditors)	26th May, 2023	12:30 PM	Through Video Conferencing/Other Audio-Visual Means	Yes
23rd Annual General Meeting	31st August, 2023	11:30 AM	Through Video Conferencing/Other Audio-Visual Means	No
24th Annual General Meeting	21st August, 2024	11:30 AM	Through Video Conferencing/Other Audio-Visual Means	No
25th Annual General Meeting	20th August, 2025	11:30 AM	Through Video Conferencing/Other Audio-Visual Means	Yes

*The EGM was convened as per the direction of Ministry of Corporate Affairs to consider the scheme of amalgamation between RailTel Enterprises Limited and RailTel Corporation of India Limited, and their respective shareholders and creditors.

9. Resolution through Postal Ballot during Financial Year 2025-26

During the FY 2025-26, there was no resolution passed through postal ballot.

10. Means of Communication

- The Company communicates with its stakeholders through Annual Reports, Quarterly/ Annual Financial Results, News Releases, Presentations etc. and disclosures made on the Company's website i.e. www.railtel.in time to time.

- **Annual Reports:** The Annual Report containing, inter-alia, Audited Financial Statements, Board's Report, Auditor's Report, and other important information is circulated to members and others entitled thereto. The Company's Annual Report is also available in downloadable format on the Company's website i.e. www.railtel.in

- **Quarterly / Annual Financial Results:** The Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges, immediately after approval of Board in accordance with the time frame specified in Listing Regulations. The results are also hosted on the website of the Company i.e. www.railtel.in for wider circulation.

- **Newspaper publication:** These financial results as mentioned are published in the English and Vernacular newspapers having nationwide circulation as per the requirement of the Listing Regulations. During 2025-26, quarterly results have been published as per the details given below:-

Quarter	Date of Publication	Newspaper edition
Quarter-1 ended on 30th June, 2025	29/07/2025	Economic Times (English Version), Financial Express (English Version) Jansatta (Hindi Version)
Quarter-2 & half year ended on 30th September, 2025	30/10/2025	Business Standard (English Version) Business Standard (Hindi Version)
Quarter-3 & nine months ended on 31st December, 2025	03/02/2026	Financial Express (English Version) Jansatta (Hindi Version)
Quarter-4 & Year ended on 31st March, 2026	01/05/2026	Economic Times (English Version) Mint (English Version) Amar Ujala (Hindi Version)

- **Website:** The Company's website www.railtel.in contains separate dedicated section 'Investor Relations' where the information for shareholders is available. Full Annual Report, Shareholding Pattern, Policies, MOUs and Corporate Governance Report etc. are also available on the website. Information, latest updates and announcements regarding the Company can be accessed at company's website. E-mail ID of the Company Secretary & Compliance Officer, Chief Investor Relation Officer and RTA exclusively for the purpose of registering complaints by investors has been displayed on the website under the head "Investor Relations - Investor Contact."

- **NSE Electronic Application Processing System (NEAPS):** The NEAPS is a web-based application designed by NSE for corporates. All periodical/ event-based compliance filings like shareholding pattern, corporate governance report, media releases, and statement of investor complaints, among others are filed electronically on NEAPS.

- **BSE Corporate Compliance & Listing Centre ("Listing Centre"):** BSE's Listing Centre is a web-based application designed for corporates. All periodical/ event-based compliance filings like shareholding pattern, corporate governance report, media releases, statement of investor complaints, among others are filed electronically on the Listing Centre.
- **SEBI Complaints Redress System (SCORES):** The investor complaints are processed in a centralised web-based complaints redressal system. The salient features of this system are: centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

The Company also communicates with its institutional shareholders through a combination of analysts briefing and individual discussions and also participation in investor conferences from time to time. Financial results are discussed by way of conference calls, regularly after the close of each quarter.

During FY 2025-26, the Company has conducted following earning calls/physical meeting/Non-Deal Roadshow with various investors:

Particulars	Date
Earning Calls	05/05/2025, 29/07/2025, 30/10/2025 and 03/02/2026
Non-Deal Road-show/ Physical Meeting	1. Non-Deal Roadshow with various investors in Mumbai on 23rd to 24th June 2025. 2. Non-Deal Roadshow with various investors in Mumbai on 30th March 2026.

The transcripts & Audio/Video recordings are also hosted on the Company's website www.railtel.in.

Further, as part of its commitment to good corporate governance practices, the Company has voluntarily sent email communications to shareholders informing them about the financial results, status of dividend credit/non-credit, updating of bank account details, submission of TDS-related documents, and other relevant matters.

11. General Shareholders' Information

i) 26th Annual General Meeting

Date: 20th August, 2026
Time: 12:30 Hrs
Venue: Through Video Conferencing ("VC") and Other Audio Visual Means ("OAVM") at the Registered & Corporate Office of the Company

ii) Financial Year:

The Company's Financial Year is from 1st April to 31st March.

iii) Financial Calendar For 2025-26:

Adoption of Quarterly/ Half/ Yearly Financial Results	Date of the meeting of the Board
June 30, 2025 (With limited review by Statutory Auditors)	28th July, 2025
September 30, 2025 (With limited review by Statutory Auditors)	29th October,2025
December 31, 2025 (With limited review by Statutory Auditors)	2nd February, 2026
March 31, 2026 (With Auditor's Report)	30th April, 2026

The last date for submission of unaudited quarterly and year to date financial results to the stock exchange, is within forty-five days of end of each quarter (except last quarter). The last date of submission of the Audited financial results of the last quarter and Financial Year ended is within sixty days from the end of the financial year.

iv) Dividend:

The Board of Directors of the Company has recommended a final dividend at the rate of ₹ 1.25 per share [i.e. 12.5% of paid-up share capital] amounting to ₹ 40.12 Crore for the Financial Year ended 31st March, 2026 over and above the 1st Interim Dividend (Paid in November 2025) and 2nd Interim Dividend (Paid in March 2026) of ₹ 1 per share respectively (i.e. @ 20% on the paid-up equity share capital of the Company) for the financial year 2025-26. Accordingly, the total dividend for the FY 2025-26 would be ₹ 3.25 per equity share and in total amounting to ₹ 104.30 Crore (i.e. 32.50% of the paid-up share capital of the Company).

v) Listing on Stock Exchanges

The equity shares of the Company are listed on the following Stock Exchanges:-

Name & Address	Telephone/Fax/E-mail/Website ID	Trading Symbols	ISIN
National Stock Exchange of India Ltd. (NSE) Exchange Plaza, C-1, G Block, Bandra-Kurla Complex, Bandra(E), Mumbai-400051	Telephone: 022-26598100-8114 Fax: 022-26598120 E-mail: ignse@nse.co.in Website: www.nseindia.com	RAILTEL	INE0DD101019
BSE Limited (BSE) P.J.Towers, Dalal Street, Fort Mumbai-400001	Telephone:022-22721233/4 Fax: 022-22721919 E-mail: bsehelp@bseindia.com Website: www.bseindia.com	543265	INE0DD101019

vi) Listing Fees:-

The Annual listing fee for the FY 2025-26 and FY 2026-27 has been paid to National Stock Exchange of India Limited and BSE Ltd. Custodian Fee to NSDL and CDSL for Company's equity, bearing the code INE0DD101019 have been paid for the FY 2025-26 and FY 2026-27.

vii) Securities of the Company have not been suspended from trading during FY 2025-26.

viii) Registrar and Share Transfer Agent: -

The contact details of the Registrar are stated below: -

Registrar and Share Transfer Agent
M/s. Beetal Financial & Computer Services (P) Ltd. 3rd Floor, Beetal House, 99, behind Local Shopping Centre, Madangir Village, Madangir, New Delhi, Delhi 110062 Website: www.beetalfinancial.com E-mail Id: beetal@beetalfinancial.com

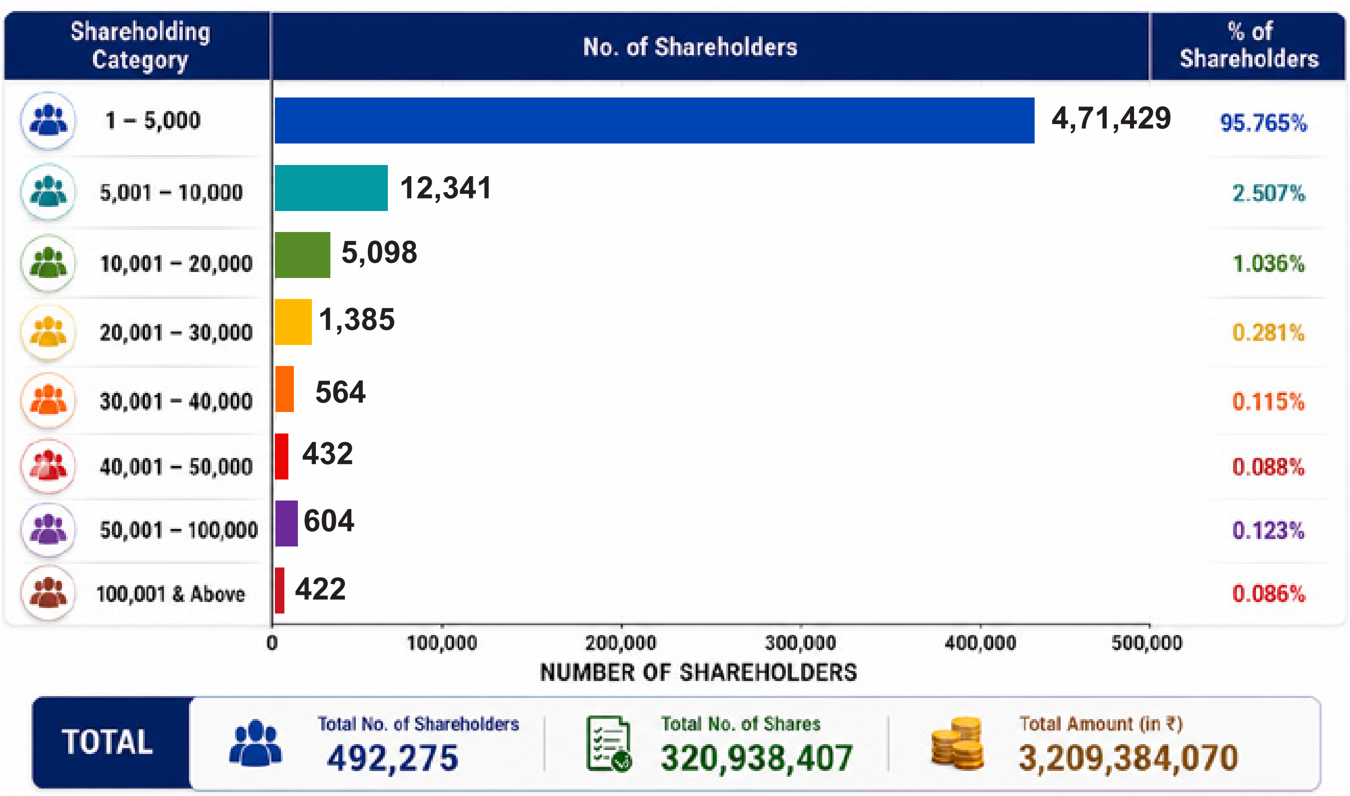
ix) Share Transfer System:

The entire equity share capital of the Company is in demat form. The Company obtains a certificate from Practicing Company Secretaries on Audit Report on Reconciliation of Share Capital confirming that the total issued capital of the Company is in agreement with the total number of dematerialized shares held with NSDL and CDSL and the same is submitted to the stock exchanges, on quarterly basis as per the requirement of Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018.

x) Distribution of Shareholding as on March 31, 2026

i) Distribution of RCIL's shares according to size of holding as on March 31, 2026:

Category	No. of Shareholders	Percentage of Shareholders	No. of Shares	Amount (in ₹)	Percentage of Shareholding
1 to 5,000	4,71,429	95.76	3,51,65,393	35,16,53,930	10.96
5,001 to 10,000	12,341	2.50	94,06,613	9,40,66,130	2.93
10,001 to 20,000	5,098	1.04	74,53,117	7,45,31,170	2.32
20,001 to 30,000	1,385	0.28	34,94,101	3,49,41,010	1.09
30,001 to 40,000	564	0.12	20,10,992	2,01,09,920	0.63
40,001 to 50,000	432	0.09	20,32,972	2,03,29,720	0.63
50,001 to 1,00,000	604	0.12	43,76,471	4,37,64,710	1.36
1,00,001 & Above	422	0.09	25,69,98,748	2,56,99,87,480	80.08
Total	**4,92,275**	**100.00**	**32,09,38,407**	**3,20,93,84,070**	**100.00**



ii) Top 10 Shareholders as on March 31, 2026:

S.No.	Description	Total no. of shares	Percentage
1	PRESIDENT OF INDIA	23,37,85,038	72.84
2	ISHARES CORE MSCI EMERGING MARKETS ETF	16,36,224	0.51
3	GENERAL INSURANCE CORPORATION OF INDIA	13,20,520	0.41
4	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	12,43,877	0.39
5	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	12,08,534	0.38
6	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	6,66,723	0.21
7	GOVERNMENT PENSION FUND GLOBAL	6,33,408	0.20
8	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	6,22,851	0.19
9	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	4,91,486	0.15
10	ISHARES CORE MSCI EM IMI UCITS ETF	4,41,353	0.14

iii) Shareholding Pattern as on March 31, 2026:

S. No.	Description	Holder	Shares	Percentage
1	Promoter	1	23,37,85,038	72.84
2	Mutual Funds	18	10,99,415	0.34
3	Alternate Investment Funds	1	74	0.00
4	Insurance Companies - Institutions Domestic	8	20,70,852	0.65
5	NBFCs registered with RBI	1	3,525	0.00
6	Foreign Portfolio Investors Category I	89	1,08,02,051	3.37
7	Foreign Portfolio Investors Category II	10	11,30,678	0.35
8	Directors and their relatives (excluding independent directors and nominee directors)	2	6,225	0.00
9	Key Managerial Personnel	1	2,300	0.00
10	Resident Individuals	4,81,152	6,57,01,169	20.47
11	NRI Repatriable	2,982	13,02,130	0.41
12	NRI Non Repatriable	2,487	6,64,082	0.21
13	Foreign Companies	1	150	0.00
14	Bodies Corporates	682	21,18,493	0.66
15	Clearing Members	33	1,86,097	0.06
16	HUF	4,714	17,91,018	0.56
17	LLP	83	2,33,082	0.07
18	Trusts	10	42,028	0.01
	Total	**4,92,275**	**32,09,38,407**	**100.00**

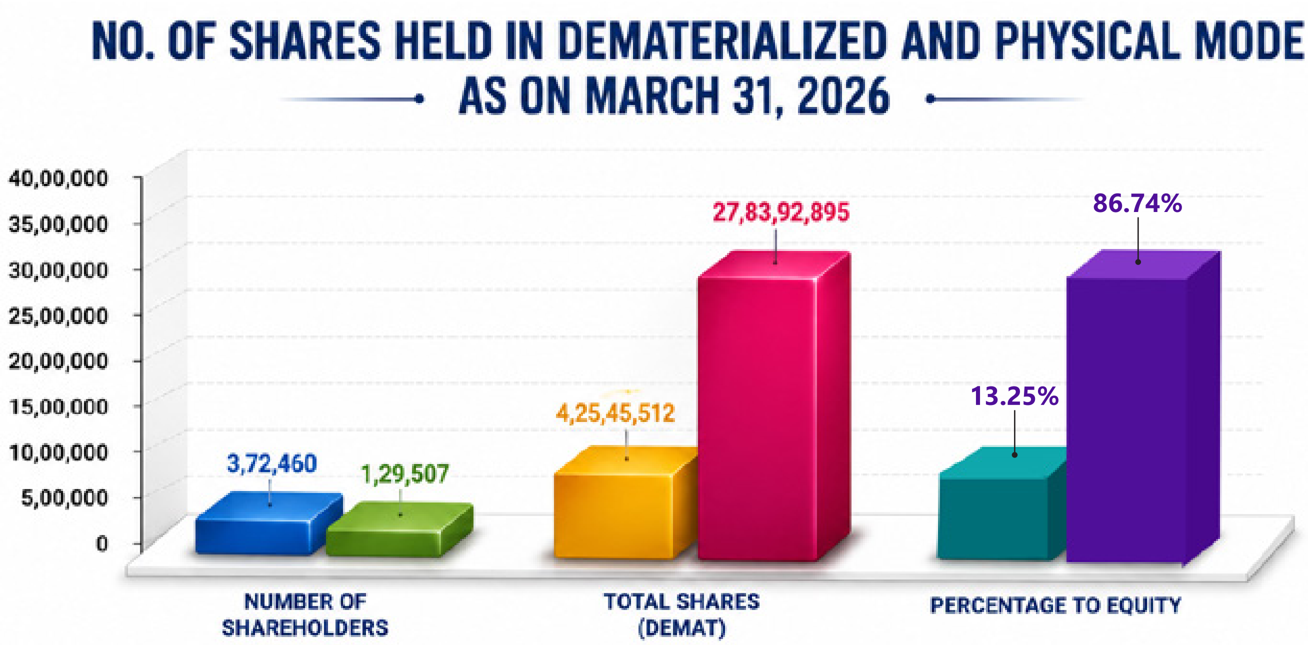
xi) Dematerialization of Shares and Liquidity:

The shares of the Company are in dematerialized format and are available for trading under systems of both the depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Share Capital Audit Report regarding reconciliation of the total issued capital, listed capital, and capital held by depositories in dematerialized form with respect to equity share capital of the company was taken from the Practicing Company Secretary on quarterly basis and duly submitted to Stock exchanges within stipulated time as per the requirement of Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018.

xii) No. of shares held in dematerialized and physical mode as on March 31, 2026

Category	Number of Shareholders	Total Shares (Demat)	Percentage to Equity
CDSL	3,72,460	4,25,45,512	13.25
NSDL	1,29,507	27,83,92,895	86.74



CATEGORY	NUMBER OF SHAREHOLDERS	TOTAL SHARES (DEMAT)	PERCENTAGE TO EQUITY
CDSL	3,72,460	4,25,45,512	13.25%
NSDL	1,29,507	27,83,92,895	86.74%

xiii) The names and addresses of the depositories are as under:

- **National Securities Depository Limited**- Trade World, A-Wing, 4th Floor, Kamala Mills Compound, Lower Parel (West), Mumbai – 400 013
- **Central Depository Services (India) Limited**- Marathon Futurex, A-Wing, 25th Floor, NM Joshi Marg, Lower Parel, Mumbai - 400 013

xiv) Outstanding GDRs/ADRs/Warrants or any Convertible Instruments:

The Company has not issued any GDRs/ADRs/ warrants or any convertible instruments which has impact on equity. Therefore, there are no GDRs/ADRs/warrants/convertible instruments outstanding as on 31st March, 2026.

xv) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:

The disclosure under this clause is not applicable to Company.

xvi) Plant Locations/ Operating Units/ Company's Registered and Corporate office.

The Company's Registered and Corporate office is situated in Delhi. The Company has four Regional Offices at New Delhi, Mumbai, Kolkata and Hyderabad. It has got 21 territorial field offices in various State Capitals. The Company has Network Operations and Data Center Office at 143, Institutional Area, Sector-44, Gurugram–122003. In addition, the Company has NOC at New Delhi, Secunderabad, Kolkata and Mumbai and also a central NOC in Delhi. Details of the offices are available on the website of the Company on www.railtel.in and as well as in this annual report.

xvii) List of all credit ratings obtained by the Company:

Sl. No.	Instrument	Rating Action
1	Long-term/ short- term -non-fund based limits	[ICRA] AA (Stable)/ [ICRA] A1+; Reaffirmed
2	Long-term – Fund-based limit -Cash credit	[ICRA]AA (Stable); Reaffirmed
3	Long-term – Interchangeable	[ICRA]AA (Stable); Reaffirmed
4	Long-term/ short- term -Unallocated limits	[ICRA]AA (Stable)/[ICRA] A1+; Reaffirmed

xviii) Address for Correspondence:

Address for correspondence (Regarding the Corporate Governance matters covered under this report)	The Company Secretary & GGM (Law), RailTel Corporation of India Ltd. Registered & Corporate Office: Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar New Delhi 110023 Tele: 011-22900610 and Fax: 011-22900699 E-mail: cs@railtel.in

12. Other Disclosures

(a) Related Party Transaction: There has been no materially significant related party transaction, pecuniary transactions or relationships between the Company and the Directors, management, subsidiaries or relatives, except for those disclosed in the financial statements for the year ended 31st March, 2026 and as reported in the Board's Report in terms of the requirement under Section 134 of the Companies Act, 2013.

The Company's contracts / arrangements / transactions with related parties are in the ordinary course of business and on an arm's length basis. Thus, provisions of Section 188(1) of the Companies Act, 2013 and transactions required to be reported in Form AOC- are not applicable.

The Company has formulated a Related Party Transaction (RPT) Policy to set out the materiality thresholds for related party transactions and the manner of dealing with the transactions between the Company and its related parties based on the Companies Act, 2013 and Listing Regulations.

The RPT Policy is available at the link: https://www.railtelindia.com/images/pdf/Policy%20for%20consideration%20and%20approval%20of%20Related%20party%20Transactions.pdf

(b) Details of non-compliance, penalties stricture imposed by stock exchange or any statutory authority or any matter related to capital markets, during last three years:

Sr. No.	Action taken by	Financial Year	Details of violations	Details of action taken e.g. fines, warning letter debarment, etc.,
1.	BSE & NSE	2025-26	Non-compliance with the requirement pertaining to adequate number of Independent Directors on the Board including Woman Independent Director and non-compliance of composition of different committees.	a) For the quarter ended March 2025, both NSE and BSE has imposed fine of ₹14,04,200/- each. b) For the quarter ended June 2025, both NSE and BSE has imposed fine of ₹8,05,940/- each. c) For the quarter ended September, 2025 both NSE and BSE has imposed fine of ₹5,42,800/- each. d) For quarter ended December, 2025 both NSE and BSE has imposed fine of ₹5,42,800/- each. With respect to fine imposed, the Company has written request letter(s) for waiving off fines to BSE & NSE citing its inability to ensure compliance with Regulation 17(1), 17(2A), 18(1), 19(1)/19(2), 20(2)/(2A), 21(2) as the appointment of Independent Directors including Woman Independent Director was pending at the level of Ministry of Railways.

Sr. No.	Action taken by	Financial Year	Details of violations	Details of action taken e.g. fines, warning letter debarment, etc.,
2.	BSE & NSE	2024-25	Non-compliance with the requirement pertaining to adequate number of Independent Directors on the Board including Woman Independent Director and non-compliance of composition of different committees	a) For the quarter ended March 2024, both NSE and BSE has imposed fine of ₹5,36,900/- each. b) For the quarter ended June 2024, both NSE and BSE has imposed fine of ₹5,36,900/- each. c) For the quarter ended September, 2024 both NSE andSE has imposed fine of ₹7,83,520/- each. d) For quarter ended December, 2024 both NSE and BSE has imposed fine of ₹12,22,480/- each. With respect to fine imposed, the Company has written request letter(s) for waiving off fines to BSE & NSE citing its inability to ensure compliance with Regulation 17(1),18(1),19(1)/19(2),20(2)/(2A),21(2) as the appointment of Independent Directors including Woman Independent Director was pending at the level of Ministry of Railways.
3.	BSE & NSE	2023-24	Non-compliance with the requirement pertaining to adequate number of Independent Directors on the Board including Woman Independent Director.	a) For the quarter ended March 2023, both NSE and BSE has imposed fine of ₹5,31,000/- each. b) For the quarter ended June 2023, both NSE and BSE has imposed fine of ₹5,36,900/- each. c) For the quarter ended September, 2023 both NSE and ESE has imposed fine of ₹5,42,800/- each. d) For quarter ended December, 2023 both NSE and BSE has imposed fine of ₹5,42,800/- each.

Sr. No.	Action taken by	Financial Year	Details of violations	Details of action taken e.g. fines, warning letter debarment, etc.,
				With respect to fine imposed, the Company has written request letter(s) for waiving off fines to BSE & NSE citing its inability to ensure compliance with Regulation 17 (1) as the appointment of Independent Directors including Woman Independent Director was pending at the level of Ministry of Railways.

(c) Whistle-Blower Policy/Vigil Mechanism:

In compliance with Section 177(9) of the Companies Act, 2013 and Rules made thereunder and Regulation 22 of Listing Regulation which provides employees of RCIL an avenue to raise complaints, in line with commitment of RCIL to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication and to provide necessary safeguards for protection of employees from reprisals or victimization, RCIL has a Whistle-blower policy the details of which are available on the company's website i.e. www.railtel.in

The Company further affirms that no personnel has been denied access to the Audit Committee.

(d) Web link where policy for determining 'material' subsidiaries is disclosed:

The Company, at present, does not have any subsidiary company. The weblink for policy for determining material subsidiary is uploaded on Company's website at https://www.railtelindia.com/images/pdf/Policy%20for%20determining%20material%20subsidairies.pdf

(e) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of Listing Regulations:

During the year, no funds have been raised through preferential allotment or qualified institutions placement.

(f) Certificate for Non- disqualification of Directors:

Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Listing Regulations, a Certificate from, Company Secretaries firm in practice stating that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority, has been obtained and same is placed as **Annexure-A**.

(g) Recommendations of the Committees of the Board:

The recommendations of the Committees of the Board have been considered by the Board while deciding on the matters.

(h) Total fees for all services paid by the Company on a consolidated basis, to the statutory auditor:

The details of payment made to Statutory Auditor during FY 2025-26 on a consolidated basis are mentioned below:

Particulars	Amount (in lakh)
Statutory Audit Fee, Tax Audit Fee and Certification Fee	₹69 excluding GST (including out of pocket expense)

(i) Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for the year 2025-26:

The Company is committed towards prevention of Sexual harassment of women at workplace and takes prompt action in the event of reporting of any such incidents. Details of the complaints received during the year under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are mentioned below:-

Number of Complaints filed during the year	Number of Complaints disposed off during the year	Number of Complaints pending during the year
Nil	NIL	Nil

(j) Code of Conduct for Board members and Senior management of the Company:

The Company has in place a Code of Conduct for Board members and for Senior Management (including Whole-time directors and Senior Management as defined in the said code). This Code came into effect from 30th November, 2007 and subsequently updated on 9th February 2021. The Code of Conduct have also been posted on the website of the Company – www.railtel.in

As per the requirements of Listing Regulations and DPE Guidelines on Corporate Governance, all the members of Board and Senior Management have affirmed compliance with the Code of Conduct of the Company for the Financial Year 2025-26.

Declaration signed by the Chairman & Managing Director affirming receipt of compliance with the Code of Conduct from the Board of Directors and Members of Senior Management team during FY 2025-26 is given below.

"All the members of the Board and Senior Management Personnel have affirmed compliance of the 'Code of Business Conduct & Ethics for Board Members and Senior Management' for the financial year ended on March 31, 2026"

Sd/-

Sanjai Kumar

DIN: 06923630

Chairman & Managing Director

Date: 30/04/2026

Place: New Delhi

(k) Code of Conduct for prevention of Insider Trading in dealing with Securities of RCIL:

In pursuance of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, RCIL's Board had approved an Internal Code of Conduct for prevention of Insider Trading in dealing with securities of RCIL, with an aim that Insiders of the Company shall not derive any benefit or assist others to derive any benefit from the Unpublished Price Sensitive Information (UPSI) regarding the Company which is not available in the public domain and thus constitutes Insider Information.

Further, in order to ensure compliance with provisions of SEBI (PIT) Regulations, 2015 (as amended) in true letter and spirit, RCIL has implemented a software namely FINTRAK for maintaining structured digital database in relation to sharing of unpublished price sensitive information within or outside the organization in furtherance of legitimate purpose. Such databases have been maintained at RCIL's own server with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of those database.

The Company undertook the following initiatives for reducing the unclaimed dividend amount:

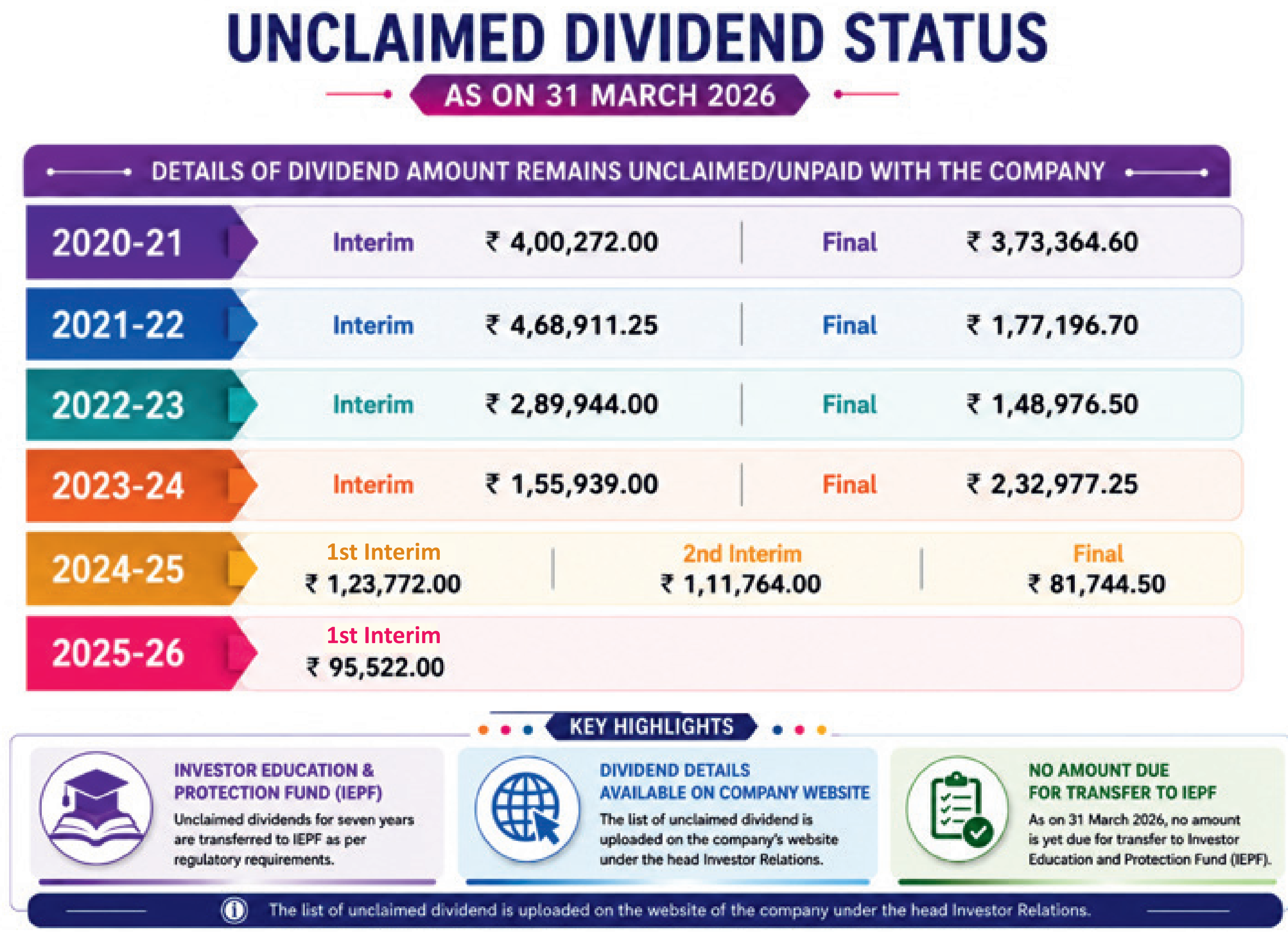
a. Physical letter were sent to those shareholders whose email and bank details are not updated in the demat account, requesting them to update their email and bank details so that dividend amount could be timely credited without any hassle.

b. Email communications were sent to those shareholders whose bank details are not updated in the demat account, requesting them to update/verify their bank details so that dividend amount could be timely credited without any hassle.

c. Email communications were sent to the shareholders to request them to submit requisite type of tax declaration/exemption forms so that correct TDS could be deducted on dividend amount.

(l) Unclaimed Dividend

The amount of dividend remaining unpaid/unclaimed for seven years from the date of its transfer to the Unpaid Dividend Account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. The list of unclaimed dividend is uploaded on the website of the company under the head Investor Relations. As of now, no amount is yet due for transfer to Investor Education and Protection Fund. Details of dividend amount remains unclaimed/ unpaid with the Company as on 31/03/2026 are given below:



(m) Details of Compliance with the requirements of DPE Guidelines on Corporate Governance:

In May, 2010, the Department of Public Enterprises (DPE) has issued Guidelines on Corporate Governance for Central Public Sector Enterprises which are now mandatory in nature.

Based on self-evaluation, RailTel has achieved an annual score 94.57% which falls under ‘Excellent’ grade for compliance of DPE Guidelines on Corporate Governance for FY 2025-26 .

(n) Audit qualifications:

For Audit Qualifications, the Independent Auditors Report submitted by M/s. Lunawat & Co., Chartered Accountants on the financial statements for the year ending 31st March, 2026 may be referred to. The Auditor's Report is unmodified.

13. Compliance of Listing Regulations (as amended)

The Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses(b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations have been made except non-compliant with respect to the composition of Board of Directors due to vacant posts of Independent Directors including Women Independent Director. In terms of Articles of Association of the Company, the power to appoint Directors on the Board of the Company vests with the President of India acting through Ministry of Railways, Government of India. Therefore, the Company has no role to play in the appointment of Directors on the Board of the Company and it is beyond the control of the company to ensure compliance with the Regulation 17(1) of Listing Regulations w.r.t. Appointment of Independent Directors on the Board of the Company including the Women Independent Director.

14. COMPLIANCE CERTIFICATE BY CEO/ CFO

As per Regulation 17 (8) of Listing Regulations, the Compliance Certificate for the quarter ended 31/03/2026 duly signed by the Chairman and Managing Director and Director (Finance) was placed before the Board of Directors at its meeting held on 30/04/2026 and the same is placed as **Annexure- B** to this Report.

15. COMPLIANCE ON CORPORATE GOVERNANCE

Certificate obtained from, M/s ASKBN and Company, Practicing Company Secretary regarding compliance of the conditions of Corporate Governance is placed as **Annexure-C** to this Report.

16. Disclosure with respect to Demat Suspense Account/ Unclaimed Suspense Account

The details of shares lying in Demat suspense account during the Financial Year 2025-26 are as following:-

(a)	aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	NIL
(b)	number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	NIL
(c)	number of shareholders to whom shares were transferred from suspense account during the year;	NIL
(d)	aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;	NIL
(e)	that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	NIL

As on the date of this report, there is NIL shares are lying in the Demat Suspense Account.

17. Items of expenditure debited in Books of Accounts, which are not for the purposes of the Business

During the year, there are no items of expenditure debited in books of accounts other than for the business purposes of the Company.

18. Expenses incurred which are personal in nature and incurred for the Board of Directors

Payment of claims of Board of Directors is passed as per Company Policy.

19. Details of administrative and Office expenses as a percentage of total expenses vis-a-vis financial expenses and reasons for the increase

The administrative expenses and office expenses were at of total expenses in the year 2025-26.

(₹ In Lakhs)

Particulars	2024-25	2025-26
Other Expenses (Administrative Expense)	3818	5560
Finance Cost*	NIL	NIL
Total Expenses	312754	383369
Other Expenses/Total Expenses (%)	1.22%	1.45%
Finance Cost/Total Expenses (%)	NIL	NIL

* Company is debt free.

20. Remuneration to Directors

Being a Government Company, the Whole-Time Directors are appointed by the President of India acting through the Ministry of Railways and draw remuneration as per Industrial Dearness Allowance (IDA) pay scales as pre-determined by the Government and as per the terms and conditions of their appointment issued by the Government. The Part-Time Official Directors/Govt. Nominee Directors nominated on the Board do not draw any remuneration from the Company for their role as a Director. Independent Directors are paid a sitting fee for attending the meetings of the Board and Committee thereof. During FY 2025-26, the Independent Directors were paid a sitting fee for attending the Board Meeting and Committee Meetings as mentioned below:

a. **From 1st April 2025 to 8th March 2026:** ₹ 20,000/- per meeting for attending the Board Meeting and Committee Meetings

b. **From 9th March 2026 to 31st March 2026:** ₹ 40,000/- per meeting for attending the Board Meeting and ₹ 30,000/- per meeting for attending the Committee Meetings

The details of Remuneration to Directors are shown in **Table-17** and **Table-18** respectively.

Table-17

Details of remuneration of Whole-time Directors during FY 2025-26 are given below: -

(In ₹ Lakh)

Sr. No.	Particulars of Remuneration	Sanjai Kumar CMD	V Rama Manohara Rao Director/ Finance	Manoj Tandon Director/ POM	Yashpal Singh Tomar Director/ NPM	Total
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	88	64	70	74	296
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961	13	10	4	12	39
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2.	Stock Option	-				-
3.	Sweat Equity	-				-

Sr. No.	Particulars of Remuneration	Sanjai Kumar CMD	V Rama Manohara Rao Director/ Finance	Manoj Tandon Director/ POM	Yashpal Singh Tomar Director/ NPM	Total
4.	Commission	-				-
	- As Percentage of profit	-				-
	- Others, specify	-				-
5.	Others, please specify					
	Company Contribution to PF	6	4	4	5	19
	Company Contribution to Pension	5	4	3	5	17
	Provision for leave encashment, gratuity and pension	-	-	-	-	
	Total (A)	**112**	**82**	**81**	**96**	**371**

Table-18

Details of payments made to Independent Directors [Part-Time Non-Official] Directors during FY 2025-26: -

(In ₹ Lakh)

Particulars of Remuneration	Name of Independent Director(s)		
	Dr. Subhash Sharma (Independent Director)	Asha Sharma (Independent Director)	Total
Part-time non-official Director / Independent Director Fee for attending board/ committee meetings	3.50	3.00	6.50
Commission	-	-	-
Others, please specify	-	-	-
Total	**3.50**	**3.00**	**6.50**

21. Details of adoption of the discretionary requirements as specified in Part E of Schedule II of Listing Regulations

i) **The Board:** The Chairman of the Board is an Executive Director.

ii) **Shareholder Rights:** During the FY 2025-26, the Company has published financial results for all the quarter in accordance with the requirements of Listing Regulations details of the same mentioned above.

iii) **Audit Qualifications:** There are no audit qualifications on the Financial Statement for the year 2025-26.

iv) **Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee.

22. Disclosure by Listed Entity & its Subsidiaries of Loans & Advances in the nature of loans to firms/companies in which directors are interested by name and amount

As on the date of report, there is no such transactions by Listed Entity & its Subsidiaries of Loans & Advances in the nature of loans to firms/ companies in which directors are interested by name and amount.

Annexure A

ASKBN AND COMPANY

COMPANY SECRETARIES

(Peer Reviewed Firm)

Regd. Address: 155 S/F, Ram Nagar, Delhi-110051

Work Address: 504, Vikasdeep Building, Opp. Bharti Public School, Delhi-110092

Ph:+91- 9716909689 | Email: bhavya@legalcrew.co.in

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(As per Sub-Para (i) of Para (10) of Clause C of Schedule V read with Regulation 34(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.)

To,

The Members,

RailTel Corporation of India Limited

Plate-A, 6th Floor, Office Block, Tower-2,

East Kidwai Nagar, New Delhi-110023 IN

We have examined the relevant records of the Directors of **RailTel Corporation of India Limited**, having CIN: L64202DL2000GOI107905 and having registered office at Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar, New Delhi, Delhi, India, 110023, (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Director of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in Company
1.	Sanjai Kumar	06923630	23-05-2018
2.	Vippagunta Rama Manohara Rao	06689335	27-10-2022
3.	Manoj Tandon	10044053	20-03-2023
4.	Yashpal Singh Tomar	10215386	04-07-2023
5.	Rameshwer Meena#	10077767	17-10-2025
6.	Ranjit Kumar	10404869	15-12-2023
7.	Dr. Subhash Sharma*	05333124	15-04-2025
8.	Asha Sharma	11104989	13-05-2025

* Ceased to be director of the company w.e.f 15/04/2026.

Ceased to be director of the company w.e.f. 10/09/2025 and further re-appointed as director w.e.f 17/10/2025.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For ASKBN AND COMPANY, Company Secretaries

ICSI Unique Code- P2021DE089500

Peer Review Code- 5822/2024

Sd/-

(CS Bhavya Nailwal)

Partner

M. No.- F12383

COP- 24161

Date: 27.05.2026

Place: Delhi

UDIN: F012383H000495547

Annexure B

CEO & CFO CERTIFICATE

under Regulation 17(8) and 33(2) (a) of the SEBI (LODR) Regulation, 2015

To,

The Board of Directors,

RailTel Corporation of India Limited

In compliance with Regulation 17 (8) read with Schedule II Part B and Regulation 33 (2) (a) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby certify that:

A. We have reviewed, Quarterly Financial Statements for the quarter ended on 31st March, 2026 and to the best of our knowledge and belief:

   (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (2) these statements together present a true and fair view of the Company affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transaction entered into by the listed entity during the quarter on 31st March, 2026 which are fraudulent, illegal or violative of the Company's Code of Conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   (i) that there is no significant change in internal control over financial reporting during the quarter ended on 31st March, 2026;

   (ii) that there are no changes in material accounting policy information during the quarter ended on 31st March, 2026; and

   (iii) that no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-	Sd/-
Sanjai Kumar	**V. Rama Manohara Rao**
(Chairman & Managing Director)	(Director-Finance & CFO)
DIN: 06923630	DIN: 06689335

Place: New Delhi

Date: 30.04.2026

Annexure C

ASKBN AND COMPANY

COMPANY SECRETARIES

(Peer Reviewed Firm)

Regd. Address: 155 S/F, Ram Nagar, Delhi-110051

Work Address: 504, Vikasdeep Building, Opp. Bharti Public School, Delhi-110092

Ph:+91- 9716909689

Email: bhavya@legalcrew.co.in

CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members,

RailTel Corporation of India Limited

Plate-A, 6th Floor, Office Block, Tower-2,

East Kidwai Nagar, New Delhi-110023 IN

1. We have examined the compliance of conditions of Corporate Governance of RailTel Corporation of India Limited **("RailTel"/"the Company"**) for the Financial Year ended on 31st March, 2026, as stipulated in the Guidelines on Corporate Governance for Central Public Sector Enterprises **("CPSE"**), issued by the Department of Public Enterprises (**"DPE Guidelines"**), Government of India and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**).

2. The Compliance of the conditions of the Corporate Governance is the responsibility of the management of the Company. Our examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the said SEBI Listing Regulations and DPE Guidelines on the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

3. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the mandatory conditions of Corporate Governance as stipulated in the DPE Guidelines and SEBI Listing Regulations during FY 2025-26 except with the following due to non-availability of requisite number of Independent Directors including Woman Independent Director on the Board of the Company: -

    a) Regulation 17(1) of SEBI Listing Regulations;

    b) Regulation 18(1) of SEBI Listing Regulations; *

    c) Regulation 19(1)/19(2) of SEBI Listing Regulations; *

    d) Regulation 20(2)/20(2A) of SEBI Listing Regulations; *

    e) Regulation 21(2) of SEBI Listing Regulations* and Clause 3.1 of DPE Guidelines;

4. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of certification and have been provided with such records, documents, certification, etc. as had been required by us.

5. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or the effectiveness with which the management has conducted the affairs of the Company.

*The non-compliance pertained only to a part of first Quarter of FY 2025-2026, specifically June 2025.

For ASKBN AND COMPANY, Company Secretaries
ICSI Unique Code- P2021DE089500
Peer Review Code- 5822/2024

Sd/-

(CS Bhavya Nailwal)
Partner
M. No.- F12383
COP- 24161

Date: 28.05.2026

Place: Delhi

UDIN: F012383H000511442

Business Responsibility & Sustainability Report (BRSR)

Section A

General Disclosure

I. Details of the listed entity		
1.	**Corporate Identity Number (CIN) of the listed entity**	L64202DL2000GOI107905
2.	**Name of the Listed Entity**	RailTel Corporation of India Limited (RCIL)
3.	**Year of Incorporation**	2000
4.	**Registered Office Address**	Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar, New Delhi-110023 Tel.: +91 11 22900600 Fax: +91 124 2714096
5.	**Corporate Address**	Plate-A, 6th Floor, Office Block, Tower-2, East Kidwai Nagar, New Delhi-110023 Tel.: +91 11 22900600 Fax: +91 124 2714096
6.	**E-mail**	cs@railtel.in
7.	**Telephone**	+91 11 22900600
8.	**Website**	www.railtel.in
9.	**Financial year for which reporting is being done**	2025-26

9.	**Financial year for which reporting is being done**	2025-26
10.	**Name of Stock Exchange(s) where shares are listed**	BSE & NSE
11.	**Paid-up Capital**	₹ 320.94 Cr
12.	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	**Mr. Harish Pawaria** Executive Director (CC) Phone: 9267997000 pawaria@railtelindia.com
13.	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities that form a part of its consolidated financial statements, taken together)** The report includes the company social and governance performance on a standalone basis within the organizational boundary where it has operational control.	
14.	**Name of assurance provider**	Not applicable
15.	**Type of assurance obtained**	Not applicable

II. Products/Services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Project Business	RailTel is executing various national interest projects for Indian Railways, Government, and other corporate entities	65.00%
2.	National Long Distance (NLD) Services	Involved in providing long-distance telecommunication services. Building a network, providing service, Managing customers and related activities	15.00%
	Internet Service Provider (ISP) Services	Internet access by the operator of the wireless infrastructure and other telecommunications networks, wireless telecommunications and its services	11.00%
3.	Internet Service Provider (ISP) Services	Internet access by the operator of the wireless infrastructure and other telecommunications networks, wireless telecommunications and its services	11.00%
4.	Information and Communication Technology (ICT)	Providing integrated ICT solutions including connectivity, data centers, cloud, and managed services across India.	7.00%
5.	Infrastructure Provider (IP-1) Services	Maintenance of telecom Infrastructure	2.00%

17. Products/Services sold by the entity *(accounting for 90% of the entity's Turnover):*

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Telecom Services	a. Wired telecommunications activities 611001 b. Wireless telecommunications activities 612001	35.00%
2.	Project Business	C. Computer programming, consultancy and related activities 622001	65.00%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of plants	Number of offices	Total
National	0	30	30
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	Pan India
International (No. of Countries)	2 (Jamaica and Trinidad & Tobago: through MEA)

b. What is the contribution of exports as a percentage of the total turnover of the entity?

0.176% (through MEA)

c. A brief on types of customers

As a leading ICT and telecom infrastructure provider, RailTel delivers Telecom, Signaling, and ICT services to Indian Railways across India. Its customer base includes government organizations, ministries, educational institutions, corporate, retail customers, banks, NBFCs, and private enterprises, enabling seamless connectivity and digital solutions across diverse sectors.

IV. Employees

20. Details as at the end of Financial Year

a. Employees and workers (including differently abled)

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	**Permanent (D)**	595	524	88.07%	71	11.93%
2.	**Other than permanent (E)**	322	310	96.27%	12	3.73%
3.	**Total Employees (D + E)**	**917**	**834**	**90.95%**	**83**	**9.05%**
Workers						
4.	**Permanent (F)**	Nil employee under worker category				
5.	**Other than permanent (G)**					
6.	**Total Workers (F + G)**					

*Other than permanent Employees include officers on deputation, re-employed, employees on direct contract and excluding advisors and consultants.

b. Differently abled Employees and worker

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
Employees						
1.	Permanent (D)	11	10	90.91%	1	9.09%
2.	Other than permanent (E)	0	0	0	0	0
3.	**Total Employees (D + E)**	**11**	**10**	**90.91%**	**1**	**9.09%**
Workers						
4.	Permanent (F)	Nil employee under worker category				
5.	Other than permanent (G)					
6.	Total Workers (F + G)					

21. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	8*	1	12.50%
Key Management Personnel	2**	0	0.00%

* Includes two Government Nominee Directors and two Independent Directors

** KMP includes Chief Financial Officer (Director Finance) and Company Secretary

22. Turnover rate for permanent employees and workers:

Particulars	FY 2025-26 (Turnover rate in current FY)			FY 2024-25 (Turnover rate in previous FY)			FY 2023-24 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	4.24%	1.49%	3.91%	6.95%	1.75%	6.36%	3.54%	1.94%	3.37%
Permanent Workers	0%	0%	0%	0%	0%	0%	0%	0%	0%

V. Holding Subsidiaries and Associate companies (including Joint Venture)

23 a.	Names of holding / subsidiary / associate companies / joint ventures			
S. No.	Name of the holding/ subsidiary/associate/ companies/joint ventures (A)	Indicate whether holding/Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	NIL			

VI. CSR Details

24. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No)

Yes, CSR is applicable to RailTel Corporation of India Limited.

		FY 2025-26
(ii)	Turnover (in ₹)	4277.48 Cr.
(iii)	Net worth (in ₹)	2261.61 Cr.

VII. Transparency and Disclosure Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2025-26			FY 2024-25		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes.	0	0		0	0	
Investors (other than shareholders)	Yes. As per requirement of SEBI (Listing Obligations and Disclosures) Requirements, 2015 and provisions of Section 178 of the Companies Act, 2013, the Company has a Stakeholders Relationship Committee to specifically look into various aspects of interest of shareholders. https://www.railtel.in/profile-4/investor-grievance.html	0	0		0	0	
Shareholders		131	0		160	0	
Employees & Workers	Yes. Offering multiple professional channels to submit grievances, such as email, letter, suggestion box, or in-person meetings with HR. Also, RailTel has adhered to the Model Grievance Redressal Procedure for staff and officers within the Central Public Sector Enterprises as issued by the Department of Public Enterprises (DPE) https://dpe.gov.in/sites/default/files/R-11.pdf	0	0		0	0	

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2025-26			FY 2024-25		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Customers	Yes. Subscriber Ticketing portal- https://crm.railwire.co.in/subrcntl	1,66,181	0		2,12,746	0	
Value Chain Partners	Yes CPGRAM, IEM URL for Integrity Pact: https://www.railtel.in/component/content/article.html?id=50&itemid=83	51	6	All 51 complaints pertain to CPGRAM. 6 complaints were received in March 2026 and were closed by 24.04.2026	31	1	1 complaint was received on 26.03.2025, which was closed on 4th April 2025
Other (Please specify)		0	0		0	0	

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Climate Change	O	As a leading telecom infrastructure and digital connectivity provider, RailTel recognizes climate change as a significant sustainability opportunity due to availability of and the demand for energy-efficient digital networks, green infrastructure, and low-carbon technology solutions and improving operational efficiency/sustainability which shall also reduce carbon footprint and green house emission.	It is identified as opportunity.	Positive

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2	Sustainable Supply Chain Management	O	As RailTel's operations involve procurement of telecom equipment, IT infrastructure, network components, and project-related services, maintaining a sustainable and responsible supply chain is essential for ensuring operational efficiency, regulatory compliance, supplier accountability, and long-term ESG performance.	It is identified as an opportunity.	Positive
3	E-Waste Management	O	RailTel's operations involve extensive use of telecom equipment, IT systems, electronic devices, and network infrastructure, effective management of electronic waste is essential for ensuring environmental responsibility, regulatory compliance, and sustainable operations.	It is identified as an opportunity.	Positive
4	Health, Safety and Well-being	O	Employes at RailTel are company's top priority, ensuring safe and healthy work environment. For RailTel employees remains a key organizational priority.	It is identified as an opportunity.	Positive
5	Diversity & Inclusion	O	As a Government of India enterprise operating across diverse geographical locations and functional domains, RailTel recognizes diversity and inclusion as important elements for building a progressive, equitable, and collaborative workplace. A diverse workforce enhances employee engagement, innovation, organizational effectiveness, and strengthens the Company's ability to deliver efficient digital and telecom services while fostering a positive work culture.	It is identified as opportunity	Positive

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Customer Privacy and Cybersecurity	O	RailTel places significant importance on customer privacy and cybersecurity to ensure secure and reliable digital and telecom services. With the Company providing telecom, cloud, data center, and ICT services across various sectors, strong cybersecurity systems and data protection practices help in safeguarding sensitive information, improving service reliability, strengthening customer confidence, and supporting long-term digital growth. Therefore, safeguarding data integrity and preventing breaches will not only protect us from potential financial losses but also strengthen our brand value and reputation among stakeholders.	It is identified as opportunity.	Positive
7	Ethical Business Practices & Transparency	O	RailTel actively manages ethical business practices and transparency through adherence to ethical guidelines, robust compliance programs, and regular training for employees. Implementing effective whistle blower mechanisms encourage reporting of unethical behaviour. Transparent communication with stakeholders fosters trust. Continuous monitoring and enforcement of ethical standards uphold integrity across all business operations.	It is identified as an opportunity.	Positive

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
8	Economic Performance	O	RailTel is continuously expanding its presence in telecom, broadband, data center, cloud, and digital infrastructure services, creating significant opportunities for revenue growth and business expansion. RailTel focuses on expanding its digital and ICT service portfolio, strengthening customer engagement, improving operational efficiency, and making strategic investments in technology and infrastructure to support sustainable growth and business competitiveness. There is growing demand for telecom IT/ICT services and the opportunity it offers.	It is identified as opportunity here.	Positive
		R	While expansion of digital and ICT services presents significant growth opportunities, changing market conditions and operational challenges may also impact financial performance and business sustainability. RailTel's financial performance may be impacted by factors such as market competition, changing technology, project execution timelines, operational costs, and evolving customer requirements and expectations in the telecom and digital infrastructure sector.	RailTel focuses on business diversification, expansion of digital and ICT services, operational efficiency improvement, cost optimization, and strategic investments in technology and infrastructure to strengthen financial stability, operational resilience, and long-term business growth.	Negative

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
9	Innovation and Digital Transformation	O	Rapid advancements and adoption in digital technologies, telecom infrastructure, cloud services, and cybersecurity present significant opportunities for RailTel to expand its digital service portfolio and improve operational efficiency and enhance customer experience across sectors.	It is identified as an opportunity here.	Positive
		R	At the same time, evolving technologies and increasing cyber risks may create challenges related to technological obsolescence, system security, and continuous infrastructure upgradation	RailTel continuously invests in digital infrastructure, network modernization, innovation-driven solutions, cybersecurity enhancement, and technology upgradation in tune with market demand to strengthen service delivery, operational resilience, and business competitiveness.	Negative

S. No	Material Issue Identified	Indicate whether risk or opportunity (R/O	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10	Risk Management	O	As RailTel operates critical telecom and digital infrastructure services across diverse operational environments, effective risk management presents an opportunity to strengthen operational resilience, improve business continuity, enhance stakeholder confidence, and support sustainable business growth. Proactive identification and management of operational, technological, cybersecurity, financial, and regulatory risks also enable the Company to improve decision-making and organizational efficiency.	It is identified as an opportunity.	Positive
11	Regulatory Compliance	O	RailTel understands that following applicable laws and regulatory requirements is important for ensuring smooth operations, maintaining transparency, and building trust among stakeholders and good governance practices.	It is identified as an opportunity.	Positive.

SECTION B - Management and process disclosures:

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions			P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes											
1.	**a.**	**Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b.	**Has the policy been approved by the Board*? (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	*including Board delegated powers										
	c.	**Web Link of the Policies, if available**	https://www.railtel.in/others/brsr-principal-wise-policies.html								

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
2.	**Whether the entity has translated the policy into procedures. (Yes / No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	**Do the enlisted policies extend to your value chain partners? (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.	**Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle**	Refer to Table 1 below								
5.	**Specific commitments, goals and targets set by the entity with defined timelines, if any**	RailTel enters a Memorandum of Understanding (MoU) with the Ministry of Railways under the framework prescribed in the MoU Guidelines issued by the Department of Public Enterprises (DPE), Government of India. The MoU sets out the Key Performance Parameters and targets for the Company, which are finalized in consultation with the Ministry of Railways. RailTel's performance under the MoU for FY 2024–25 was rated as "Very Good". The rating was impacted by a market-linked parameter under the DPE evaluation framework, which was influenced by external market conditions beyond the direct control of the Company.								
6.	**Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met**									

	Governance, leadership and oversight	
7.	**Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)**	RailTel remains committed to addressing ESG-related challenges associated with optimizing energy consumption across its extensive telecommunications and digital infrastructure network through adoption of energy-efficient technologies and operational optimization and improvements aimed at reducing carbon emissions. The Company has continued to strengthen digital inclusion and sustainable governance through telepresence, e-Office services and public Wi-Fi across Railway stations to bridge the digital divide. During FY 2025–26, RailTel achieved significant milestones of attainment of CMMI Level 5 certification, which has further strengthened the Governance pillar of ESG by institutionalizing process-driven operations, robust internal controls, risk management, transparency, and continuous improvement across the organization. The Akansha Super-30 initiative has successfully empowered 283 underprivileged students, achieving a 94% success rate in securing admissions to top engineering institutions.
8.	**Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).**	Board of Directors
9.	**Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details**	Yes. Executive Director/CC is responsible for ESG related work and submits its compliance to Functional Risk Management Committee (FRMC). Further, FRMC submits its recommendations to Board Level Risk Management committee.

10. Details of Review of NGRBCs by the Company:

Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee

Subject for Review	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)									
Subject for Review	**P1**	**P2**	**P3**	**P4**	**P5**	**P6**	**P7**	**P8**	**P9**
Performance against above policies and follow up action	Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Annually								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No).

Yes.

If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9

RailTel Continuously makes assessment/evaluation of the working of its policies. All the Policies/ Acts/ Guidelines issued by the Government of India and Ministry of Railways are updated in the policies for implementation on continuous basis. Independent audits are carried out from time to time as and when required.

During FY 2025–26, RailTel underwent various external audits, including statutory, cost, secretarial, and C&AG supplementary & thematic audits. Internal and branch audits were also carried out through external audit firms. The company maintained key ISO certifications such as ISO 27001, ISO 9001, Tier III certification for its data centers, which involved periodic external assessments and Cyber security audit by M/s E&Y and M/s Deloitte. A BRSR-related audit was conducted by the C&AG (Railway Board) to assess sustainability-related disclosures and compliance. During the year, RailTel also obtained CMMI Maturity Level 5 certifications. RailTel has engaged independent assessor (M/s VMC Management Consulting Private Limited) for assessment of its BRSR reporting framework. The agency has supported RailTel in strengthening its BRSR reporting processes, disclosures and overall reporting framework.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	No								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	No								
The entity does not have the financial or/ human and technical resources available for the task (Yes/No)	No								
It is planned to be done in the next financial year (Yes/No)	Not Applicable								
Any other reason (please specify)	Not Applicable								

Table 1 National and International Codes/ Certifications/ Labels/ Standards mapped with BRSR Principle

Certification	Mapped BRSR Principles	Applicability
ISO/IEC 27001:2022 (Information Security Management)	P1, P2, P3, P4, P7	Promotes ethical data governance, risk management, employee training, and supports regulatory compliance & advocacy in digital security.
ISO/IEC 27017:2015 (Cloud Security Controls)	P1, P3, P4, P7	Enhances data security in cloud environments; promotes privacy supports secure digital infrastructure policies.
ISO/IEC 27018:2019 (PII Protection in Cloud)	P1, P3, P4, P7	Upholds individual rights and privacy contributes to advocacy in personal data protection standards.
ISO 27033 (Network Security)	P1, P2, P3, P7	Ensures secure networks; contributes to stakeholder trust and safe product/service delivery; supports public cybersecurity awareness.
ISO 14001:2015 (Environmental Management System)	P2, P6, P7, P8	Strongly aligned with environmental responsibility; enables sustainability policy advocacy and community development through green initiatives.
ISO 17024:2012 (Certification of Persons)	P3, P5, P7, P8	Promotes equitable skill certification; enables inclusive workforce development and fair HR practices.
ISO/IEC 20000-1:2018 (IT Service Management)	P2, P3, P8, P9	Supports service quality and reliability; ensures customer satisfaction; enables IT services in underserved areas.
ISO 9001:2015 (Quality Management System)	P2, P3, P8, P9	Focuses on continual improvement and customer-centricity builds inclusive value chains and equitable process quality.
CMMI Maturity Level 5 (Process Maturity)	P2, P3, P7, P8, P9	Drives innovation and capability-building; supports engagement in governance/policy for process quality and inclusive growth.
Uptime Tier III Certification (Design & Facility)	P2, P3, P9	Ensures reliable infrastructure, high service availability; indirectly contributes to digital inclusion and customer satisfaction.

SECTION C: Principle wise Performance Disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

Principle 1: Businesses should conduct and govern themselves with integrity, in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programs on any of the principles in the financial year:**

Segment	Total no. of training and awareness programs held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programs
Board of Directors	4 (including one Independent Director)	Principle 3 & Principle 8 (for Functional Directors) and Principle 1 & Principle 9 (for Independent Director)	66.7%
Key Management Personnel	2	Principle 3 & Principle 8	100.00%
Employees other than BOD and KMPs	242	Principle 1, Principle 2, Principle 3, Principle 4 Principle 5, Principle 6, Principle 7, Principle 8, Principle 9,	40.94%
Workers	NA*		

*Two Government Nominee Directors have not been considered (% is based on remaining six BoD members)

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies / judicial institutions in the financial year, in the following format.**

   (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/Fine		BSE & NSE	65,91,480	Non-compliance with the requirement pertaining to adequate number of Independent Directors on the Board and non-compliance of composition of different committees. a) For the quarter ended March 2025, both NSE and BSE has imposed fine of ₹28,08,400. b) For the quarter ended June 2025, both NSE and BSE has imposed fine of ₹16,11,880. c) For the quarter ended September 2025 both NSE and BSE has imposed fine of ₹10,85,600. d) For quarter ended December 2025 both NSE and BSE has imposed fine of ₹10,85,600.	With respect to fine imposed, the Company has written request letter(s) for waiving off fines to BSE & NSE citing its inability to ensure compliance with Regulation 17(1), 18(1), 19(1)/19(2), 20(2A), 21(2) as the appointment of Independent Directors including was pending at the level of Ministry of Railways. (Administrative Ministry)
Settlement	Nil				
Compounding fee	Nil				

Non-Monetary				
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Brief of the case	Has an appeal been preferred? (Yes/No)
Imprisonment			NIL	
Punishment	Nil			

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
NA	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy

RailTel ensures strong corporate governance by aligning with Central Vigilance Commission (CVC) anti-corruption guidelines and enforcing an internal framework comprising a Code of Conduct, Whistle Blower Policy, and Discipline & Appeal Rules that strictly prohibits bribery and related misconduct. Complaint Handling, Whistle Blower, and Vigilance Clearance Policies, accessible via the web links provided below.
https://www.railtel.in/profile-5/railtel-vigilance.html

5. Number of directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption.

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest

	FY 2025-26	FY 2024-25
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	0
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	0

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables (Accounts payable *365)/ Cost of goods/services procured) in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of accounts payables	182	194

9. Open-ness of business:

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Concentration of Purchases	**a. Purchase from trading houses as % of total purchases**	0	0
	b. Number of trading houses where purchases are made from	0	0
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	0	0
Concentration of Sales	**a. Sales to dealers/ distributors as % of total sales**	0	0
	b. Number of dealers/ distributors to whom sales are made	0	0
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	0	0
Share of RPTs in	**a. Purchases (Purchases with related parties/ Total Purchases)**	1.74%	3.18%
	b. Sales (Sales to related parties/ Total Sales)	20.16%	24.18%
	c. Loans & advances (`Loans & advances given to related parties/ Total loans & advances)	0	0
	d. Investments (Investments in related parties/ Total investments made)	0	0

Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
R&D	105.51	108%	During FY 2025–26, RailTel undertook four key technology innovation initiatives focused on operational efficiency, security, and service quality. 1. The company modernized its software infrastructure by transitioning to a cloud-native microservices architecture with fully automated CI/CD pipelines, enabling faster and more reliable deployments. 2. An in-house Smart Inventory System was developed to provide end-to-end digital tracking of all hardware assets with dual-authority validation and complete lifecycle audit trails. 3. On the cybersecurity front, a purpose-built Threat Intelligence Dashboard was deployed for Rail Wire broadband, processing over 4.58 million threat flows with a false-positive rate of 0.02%, protecting over 2.34 lakh subscribers from IP-level blacklisting. 4. Additionally, Single Sign-On (SSO) with Multi-Factor Authentication (MFA) was implemented across all organizational web applications, establishing a zero-trust access control posture. These initiatives collectively reflect RailTel's commitment to building secure, scalable, and cost-effective digital infrastructure in alignment with national cybersecurity standards. Total expenditure on innovation and R&D technologies aimed at improving environmental and social outcomes was ₹11.29 Cr. As per the MoU for FY 2025 26, the R&D/Innovation expenditure target as 3.27% of the previous 3 years' average PBT. RailTel's average Profit Before Tax for last 3 FY is ₹ 327.49 Cr, and accordingly, the R&D/Innovation expenditure target come out to ₹10.70 Cr. RailTel has incurred R&D expenses of ₹11.29 Cr in FY 2025 26 against the target which is 105.51% achievement of the target. In FY 2024-25, RailTel implemented innovative solutions such as NDR, My Secure Machine, in-house SIEM, and TDM over IP, enhancing network efficiency and reducing reliance on physical hardware, thereby lowering energy consumption and environmental impact. Total expenditure on innovation and R&D technologies aimed at improving environmental and social outcomes was ₹9.42 crore.
Capex			Total Capital expenditure (Capex) for the company for R&D Initiatives in FY 2025-26 is ₹11.29 Cr.

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes (Process-driven). While RailTel's procurement does not involve direct raw material sourcing, it follows established procedures through GeM and e-Nivida, ensuring transparency, compliance with Government guidelines, and inclusive vendor participation (including MSEs).

b. **If yes, what percentage of inputs were sourced sustainably?**

Not Applicable. RailTel's procurement does not involve direct raw material sourcing, and no specific percentage of inputs can be classified as sustainably sourced. However, procurement processes are compliance-driven through GeM and e-Nivida, promoting transparency and inclusive sourcing. During FY 2025–26, procurement through the GeM portal amounted to ₹ 114.73 crore, amounting to 27.21% of the total procurement of goods and services.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

a) Plastic waste	Not Applicable. As a telecom services provider, RailTel does not engage in product manufacturing activities and consequently generates no plastic waste.
b) E-waste	All electronic equipment and components have been processed and disposed of in accordance with the Ministry of Environment, Forest and Climate Change (MoEFCC) guidelines, as per the E-Waste (Management and Handling) Rules, 2016.
c) Hazardous Waste	Not Applicable
d) Other Waste	Other wastes are disposed in accordance with RailTel Scrap Disposal Policy through MSTC Portal. These include old used and scrapped electrical, metal, copper items, scrapped office equipment, furniture and miscellaneous office items.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Not Applicable.

Principle 3: Businesses should respect and promote the well- being of all employees including those in their value chains.

Essential Indicators

1. **a. Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity benefits		Paternity Benefits		Daycare facilities*	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Permanent employees											
Male	524	524	100%	524	100%	NA	NA	524	100%	0	0.00%
Female	71	71	100%	71	100%	71	100%	NA	NA	0	0.00%
Total	**595**	**595**	**100%**	**595**	**100%**	**71**	**100%**	**524**	**100%**	**0**	**0.00%**

Category	Total (A)	% of employees covered by									
		Health Insurance		Accident Insurance		Maternity benefits		Paternity Benefits		Daycare facilities*	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Other than Permanent employees											
Male	310	310	100%	310	100%	NA	NA	310	100%	0	0.00%
Female	12	12	100%	12	100%	12	100%	NA	NA	0	0.00%
Total	**322**	**322**	**100%**	**322**	**100%**	**12**	**100%**	**310**	**100%**	**0**	**0.99%**

b. Details of measures for the well-being of workers

Category	Total (A)	% of workers covered by									
		Health Insurance		Accident Insurance		Maternity benefits		Paternity Benefits		Daycare facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Permanent workers											
Male	No Permanent worker employed during the FY 2025-26										
Female											
Total											
Other than Permanent workers											
Male	No other workers employed during the FY 2025-26										
Female											
Total											

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format -

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company	0.05%	0.05%

2. Details of retirement benefits, for Current FY and Previous Financial Year

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	0.00%	Y	100%	NA	Y
Gratuity	100%	0.00%	Y	100%	NA	Y
ESI	0.00%	0.00%	NA	0%	NA	NA
Others: Retirement Benefits like NPS, Medical, etc.	100%	0	Y	100%	NA	Y

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3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

RailTel has taken measures to provide accessibility in its office infrastructure and support facilities, wherever required, based on the nature of disability of its employees at their respective office locations. As on 31.03.2026, the Company had 11 differently abled employees. The facilities provided are aimed at enabling safe and convenient access, seamless movement and a supportive work environment, thereby facilitating efficient discharge of duties with dignity and inclusiveness in line with the spirit of the Rights of Persons with Disabilities Act, 2016.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

RailTel follows Equal Opportunity Guidelines in line with the policies, rules and directives issued by the Government of India from time to time. Being a Central Public Sector Enterprise (CPSE), the Company adheres to the recruitment and employment framework prescribed by the Government, which promotes equal opportunity, inclusiveness and non-discrimination in employment practices. RailTel also complies with the provisions of the Rights of Persons with Disabilities Act, 2016 and takes necessary measures to support an inclusive workplace environment for differently abled employees. The web-link to the relevant policy/guidelines is provided below:

Web Link - https://documents.doptcirculars.nic.in/D2/D02est/36035_02_2017-Estt-Res-15012018JKXMk.pdf

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	Not Applicable	
Female	100%	100%		
Total	100%	100%		

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief. Yes/No (If yes, then give details of the mechanism in brief)
Yes/No (If yes, then give details of the mechanism in brief) | Yes

Permanent Workers	Not Applicable
Other than Permanent Workers	Not Applicable
Permanent Employees	RailTel has a structured grievance redressal system that enables employees to raise concerns through multiple formal channels, including email, written communication, suggestion boxes, and direct interaction with the HR department. The HR department promptly forwards received grievances for evaluation and resolution. Thorough investigations are conducted, and prompt measures are taken to address the grievances within specified timeframes. This robust approach reflects RailTel's commitment to maintaining a supportive and responsive work environment for its employees. Employees can submit their grievance through dedicated Email id: grievances@railtel.in

Other than Permanent Employees	Other than Permanent Employees also have equal access to formal grievance redressal channels, including email, letters, suggestion boxes, and interaction with HR representatives. Grievances received are duly recorded, assessed, and resolved through a structured process within defined timelines, ensuring equitable treatment and responsiveness across the workforce. Other than Permanent Employees can submit their grievance through dedicated Email id: grievances@railtel.in

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity

Category	FY 2025-26			FY 2024-25		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees						
Male	Not Applicable					
Female						
Total Permanent Workers						
Male	Not Applicable					
Female						

8. Details of training given to employees and workers:

Category	FY 2025-26					FY 2024-25				
	Total (A)	On health & safety measures		On skill upgradation		Total (D)	On health & safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	834	446	53%	212	25%	797	318	40%	189	24%
Female	83	77	92%	30	36%	77	41	53%	41	53%
Total	**917**	**523**	**57%**	**242**	**26%**	**874**	**359**	**41%**	**230**	**26%**
Workers										
Male	Not Applicable									
Female										
Total										

9. Details of performance and career development reviews of employees and worker

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	524	524	100%	467	467	100%
Female	71	71	100%	63	63	100%
Total	**595**	**595**	**100%**	**530**	**530**	**100%**
Category	**FY 2025-26**			**FY 2024-25**		
	Total (A)	**No. (B)**	**% (B/A)**	**Total (C)**	**No. (D)**	**% (D/C)**
Workers						
Male	Not Applicable					
Female						
Total						

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?

Yes, Considering the nature of its business and operations, occupational health and safety risks are minimal. The company supports employee health and well-being by reimbursing inpatient and outpatient medical expenses and providing medical leave benefits under a comprehensive medical policy. All regular employees of RailTel are also covered through Group Personal Accident Policy.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

RailTel adopts a proactive approach to identifying workplace hazards and assessing risks across office premises and project sites. The company regularly conducts periodic safety audits and camps, while implementing well-defined health and safety protocols for both routine and non-routine activities. Regular monitoring and preventive measures are undertaken to identify potential risks and address them effectively. In addition, standardized first-aid kits and essential medicines are made available round the clock at all locations to ensure prompt response to any health or safety-related incidents and to support employee well-being.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Not Applicable

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, RailTel provides comprehensive non-occupational healthcare benefits to ensure the well-being of both permanent and non-permanent employees, as well as their dependents. Under these benefits, employees have access to outdoor treatment reimbursements, cashless indoor care at empaneled hospitals, and reimbursement options for treatments at non-empaneled facilities. Additionally, the company offers medical advances for critical illnesses, highlighting its commitment to supporting staff health needs.

11. Details of safety related incidents

Safety Incident/Number	Category	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	NIL
	Workers	NA	NIL
Total recordable work-related injuries	Employees	0	NIL
	Workers	NA	NIL
No. of fatalities	Employees	0	NIL
	Workers	NA	NIL
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	NIL
	Workers	NA	NIL

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

RailTel remains dedicated to cultivating a safe, secure, and healthy work environment through robust safety protocols, advanced equipment, and comprehensive health measures. Over the past year, the organization launched several proactive initiatives to enhance employee well-being:

Comprehensive Medical Camps: RailTel organized extensive health camps, medical talks, and blood donation drives across its corporate and regional offices. These events granted employees access to specialized medical consultations including cardiology, gynecology, orthopedics, ophthalmology, dentistry, and general medicine while raising awareness about managing prevalent health issues. (Detailed metrics are available in the below Table).

Swachhata Hi Sewa Campaign: Aligning with the Government of India's flagship cleanliness drive, RailTel actively participated in the "Swachhata Hi Sewa" campaign. The organization executed deep-cleaning drives across all premises and conducted awareness sessions to promote superior hygiene, sanitation, and environmental sustainability.

Ni-kshay Pledge Advocacy: Supporting the Ministry of Health and Family Welfare's 100-day intensified campaign, RailTel officials and employees collectively took the Ni-kshay Pledge (TB Mukt Bharat) via official QR codes and web links, reinforcing their commitment to a tuberculosis-free nation.

Effective housekeeping services to ensure cleanliness, deep cleaning, dusting, mopping of workplaces and ensuring hygiene of washroom.

Name of Event/ Seminar/Training	Date	Total No. of Employee attended		Permanent		Other than Permanent
		Male	Female	Male	Female	
Health Camp at Corporate Office, East Kidwai Nagar, New Delhi	6-Aug-25	78	58	6	8	6
Health Camp at Corporate Office, Sector-44, Gurugram	5-Jun-25	78	17	8	42	11
Health Camp at Northern Region Office, Shastri Park, New Delhi	17-Jun-25	79	28	1	41	9
Health Camp at Eastern Region Office, Kolkata	22-Sep-25	48	24	4	19	1
Health Camp at Southern Region Office, Hyderabad	25-Sep-25	140	34	6	78	22

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Name of Event/ Seminar/Training	Date	Total No. of Employee attended		Permanent		Other than Permanent
		Male	Female	Male	Female	
Health Camp at Western Region Office, Mumbai	30-Sep-25	100	15	3	82	0
Total		**523**	**176**	**28**	**270**	**49**

13. Number of Complaints on the following made by employees and workers

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
at the end of year	Remarks	Filed during the year	Pending resolution	0	0	No complaint made during year
at the end of year	Remarks	0	No complaint made during year	0	0	No complaint made during year
Working Conditions	0	0	No complaint made during year	0	0	No complaint made during year
Health & Safety	0	0	No complaint made during year	0	0	No complaint made during year

14. Assessment for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)	Remarks
Health and safety practices	89%	RailTel has implemented a comprehensive process for healthcare and safety practices, ensuring the well-being of its employees. This is achieved through associations with reputed and recognized empaneled hospitals and diagnostics centers that offer state-of-the-art health facilities. Moreover, the working conditions at RailTel and all its offices adhere to the norms set for a CPSE under the Government of India. Additionally, RailTel also undertakes various initiatives for health and safety practices. Details regarding which are provided in point no 12 above
Working Conditions	89%	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Not Applicable

Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

RailTel identifies its key stakeholder groups through a structured approach anchored in its materiality assessment process. As part of this exercise, the Company undertakes peer benchmarking to understand industry practices and identify relevant stakeholder categories.

Stakeholder consultation is conducted through surveys to gather inputs on key environmental, social, and governance (ESG) issues, business priorities, and areas of concern. These inputs, along with insights from peer analysis, are evaluated to determine the impact and significance of various stakeholder groups on the Company's operations and long-term sustainability.

Based on the outcomes of this assessment, stakeholders are mapped and prioritized according to their level of influence and dependence on RailTel. This enables the Company to identify its key stakeholders and engage with them effectively, while also incorporating their feedback into strategic planning and decision-making processes.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholder and Investor Group	No	1.Investor and Analyst meetings 2. Notice and holding of Annual General Meetings 3.Company website 4.Press release/Newspaper Advertisements/Annual Report 5.Stock Exchange websites 6.Email to shareholders on quarterly basis about financial results 7.Emails to eligible shareholders regarding dividend declaration/payment 8.Email communication for redressal of grievances of shareholders	Annual/Half yearly/Quarterly/ Need based	To communicate performance on financial and non-financial parameters, strategic roadmap. AGM allow shareholders to communicate directly with the Board of Directors. Quarterly earning calls allow investors to engage with the Company's management on business strategy and performance. we have dedicated e-mail IDs through which we engage with shareholders to resolve their queries and grievances.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Emails, SMS, Invitation, social media, Helpdesk (24*7)	Ongoing/ continuous	Service delivery, Information, Service improvement, Feedback
Employees	No	E-mail, Notice board, SMS, Conferences, meetings, social media	Ongoing	Information, Events, Trainings, business activities
Government & regulators	No	1. Secretary/MoR level review 2. Meeting with Ministries such MOR, DPE, DOT 3. Integration with CVC, CIC and other regulatory bodies, 4. Letter/E-mail, Telephonic conversations, Physical Meetings 5. Filing of various returns with different regulators in compliance with the applicable statutory laws	Event based, as and when required.	To review works undertaken, resolve operational and policy issues, ensure compliance with Statutory laws/ government guidelines etc.
Business partners	No	E-mail, SMS, meetings, calls (mobile)	As per requirement	New business opportunities, existing project work status, harnessing new technology advancements, Quality assurance, Existing Project deliverables and execution status, Resolution of project related issues.
NGOs	No	Email, Letters	As and when required.	CSR Activities, Audits, Feedback

Principle 5: Businesses should respect and promote human rights

Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity**

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
Employees						
Permanent	595	99	16%	530	163	31%
Other than permanent	322	159	49%	344	27	8%
Total Employees	**917**	**258**	**28%**	**874**	**190**	**22%**
Workers						
Permanent	Nil employee under worker category			Not Applicable		
Other than permanent						
Total Workers						

2. **Details of minimum wages paid to employees and workers**

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	524	0	-	524	100%	467	0	-	467	100%
Female	71	0	-	71	100%	63	0	-	63	100%
Total	**595**	**0**	**-**	**595**	**100%**	**530**	**0**	**-**	**530**	**100%**
Other than permanent										
Male	310	0	-	310	100%	258	0	-	258	100%
Female	12	0	-	12	100%	14	0	-	14	100%
Total	**322**	**0**	**-**	**322**	**100%**	**272**	**0**	**-**	**272**	**100%**
Workers										
Permanent										
Male	Nil employee under worker category					Not Applicable				
Female										
Other than permanent										
Male	Nil employee under worker category					Not applicable				
Female										

3. Details of remuneration/salary/wages

a. Median remuneration/ wages: (₹ in lakh)

	Male		Female	
	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	4	70.88	0	0
Key Managerial Personnel**	1	37.35	0	0
Employees other than BoD and KMP	519	22.21	71	21.56
Workers	0		0	

Note: *This signifies only Whole Time Directors

**This signifies KMPs other than Whole Time Directors

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	8.83%	9.16%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, ED/CC is the focal point responsible for addressing human rights impacts or issues caused or contributed to by the business. The organization has a human rights policy under Principle 3 which is uploaded on RailTel Website.

https://www.railtel.in/others/brsr-principal-wise-policies.html?id=347

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

To address human rights concerns effectively, RailTel has established a comprehensive internal mechanism that allows employees to submit grievances through email, letters, suggestion boxes, or in-person HR meetings. Upon receipt, the HR department promptly escalates these matters to the appropriate departmental head at the corporate office for resolution within a defined timeframe. Recognizing the sensitive nature of these complaints, the organization enforces a dedicated whistleblower policy to guarantee strict confidentiality and protection from retaliation, while maintaining complete transparency by updating the employee on the progress and final resolution through official channels. Employees can raise their grievances through dedicated Email Id: help@ railtel.in

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	0	0	No complaint reported during the year.	0	0	No complaint reported during this year
Discrimination at workplace	0	0	No complaint reported during the year	0	0	
Child Labor	0	0		NA	NA	
Forced Labour/ Involuntary Labour	0	0		NA	NA	
Wages	0	0		0	0	
Other human rights related issues	0	0		0	0	

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	0	0
Complaints on POSH as a % of female employees / workers	0%	0%
Complaints on POSH upheld	0	0

8. Mechanisms to prevent adverse consequences to the complaints in discrimination and harassment cases.

RailTel has implemented a system in line with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and its corresponding regulations. The framework aims to safeguard women against sexual harassment and ensure prompt resolution of complaints. RailTel's dedication to upholding a secure working environment is further strengthened by a strong code of conduct that discourages any instance of sexual harassment. RailTel has an Internal Complaints Committee (ICC) in place at its Corporate Office and all four Regional Office(s) which is responsible to: -

1. Investigate every formal written complaint of sexual harassment.
2. Meet at regular intervals.
3. Workshops/Seminars are regularly organized for employees on topics related with sexual harassment and discrimination in workplace.
4. Take appropriate remedial measures to respond to any substantial allegations of sexual harassment including avoidance of interaction between complainant and the accused till the inquiry is over.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes

10.

Assessments for the year:	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	NA
(RailTel does not engage in, support, or tolerate any form of child labour, in any of its operations)	NA (RailTel does not engage in, support, or tolerate any form of forced labour, or involuntary labour in any of its operations)
Forced/involuntary labour	NA
(RailTel does not engage in, support, or tolerate any form of forced labour, or involuntary labour in any of its operations)	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others-please specify	NA

11. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.**

Not Applicable.

Principle 6: Businesses should respect and make efforts to protect & restore the environment

Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity**

Parameter	FY 2025-26	FY 2024-25
From renewable sources		
Total electricity consumption (A)	13787.36 GJ	0 GJ
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumed from renewable sources (A+B+C)	13787.36 GJ	0 GJ
From non-renewable sources		
Total electricity consumption (D)	55,364.67 GJ	56,925.39 GJ
Total fuel consumption (E)	4009.68 GJ	5,022.64 GJ
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	59,374.35 GJ	61,948.03 GJ
Total energy consumed (A+B+C+D+E+F)	73161.71 GJ	61,948.03 GJ
Energy intensity per rupee of turnover (Total energy consumed/ Revenue from operations) GJ/INR	17.10	17.81
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)		
(Total energy consumed / Revenue from operations adjusted for PPP) GJ/ USD	347.89	
Energy intensity in terms of physical output		
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: PPP factor used: 20.34, IMF WEO May 2026 https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD/TW Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No, the Company did not carry out independent assessment by an external agency, as the energy consumptions are limited to buildings and office complex.

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable

3. Provide details of the following disclosures related to water

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third party water	10068.66	9,557.19
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**10068.66**	
Total volume of water consumption (in kilolitres)	**2013.73**	**9,557.19**
Water intensity per rupee of turnover (Total water consumption/ turnover)	0.47	2.75
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	**9.58**	**61.56**
Water intensity in terms of physical output		
Water intensity (optional) – the relevant metric may be selected by the entity		
Note: PPP factor used: 20.34, IMF WEO May 2026 **https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD/TWN** **Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**		
No		

4. Provide details of the following details related to water discharged:

Parameter	FY 2025-26	FY 2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment	0	0
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment		
(iv) Sent to third parties		
- No treatment	0	0
- With treatment – please specify level of treatment		
(v) Others		
- No treatment	8054.93	9,557.19
- With treatment – please specify level of treatment		
Total volume of water discharge (in kiloliters)	**8054.93***	**9,557.19**

Note: Water withdrawal and consumption figures are estimated based on NBC 2016 norms (45 LPCD) for office facilities. Water source is assumed to be third-party/municipal supply. water consumption is estimated at 20% while water discharge is estimated at 80% of total withdrawal.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Not applicable, RailTel is not a manufacturing or production entity. However, environmental issues if any, are identified through site visits and the review of applicable rules laid down by the concern local government authorities.

6. Please provide details of air emissions (other than GHG emissions) by the entity

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx		In the operation of RailTel Services no chemical processes are involved, resulting in no generation of any air pollutants in our operations/establishments. The sole sources of air pollution in RailTel Services are Diesel Generators, which are used as a backup arrangement and run occasionally only in case of power failure for very short duration.	
SOx			
Particulate matter (PM2.5)			
Particulate matter (PM10)			
Carbon Monoxide (CO)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others – please specify			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.
No, the Company did not carry out independent assessment by an external agency

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity

Parameter	Please specify unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	748.88	684.41
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	13,638.32	11,321.83
Total Scope 1 and Scope 2 emissions per rupee of turnover	Metric tonnes of CO2 Eq./ Rupee	3.36	3.45
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)* (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		68.41	0.15
Total Scope 1 and Scope 2 emission intensity in terms of physical output.			
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity			
Note: PPP factor used: 20.34, IMF WEO May 2026 **https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD/TWN** **Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**			
Not applicable, as RailTel is not a manufacturing or production entity.			

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Not applicable.

9. Provide details related to waste management by the entity

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tons)	0	0
Plastic waste **(A)**	0	0
E-waste **(B)**	1.253	1.403
Bio-medical waste **(C)**	NA	NA
Construction and demolition waste **(D)**	0	0
Battery waste **(E)**	21.9724	85.24
Radioactive waste **(F)**	NA	NA
Other Hazardous waste. Please specify, if any. **(G)**	NA	NA
Other non-hazardous waste generated **(H)**. Paper & Cardboard waste	2.709	NA
Biodegradable (textile based)	**NA**	**NA**

Parameter	FY 2025-26	FY 2024-25
Non-Biodegradable (Metals)		
Total (A+ B + C + D + E + F + G + H)	25.93	86.64
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.12	0.56
Waste intensity in terms of physical output		
Waste intensity (optional) – the relevant metric may be selected by the entity		

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)

Category of waste

Category of waste		
(i) Recycled (Plastic waste) (Paper & Cardboard waste) (Metal waste) (E – waste)	0	0
(ii) Re-used	0	0
(iii) Other recovery operations- Take back & Selling to Authorized vendor		
Total	**0**	**0**

For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)

Category of waste		
(i) Incineration		
(ii) Landfilling		
(iii) Other disposal operations	25.93	86.64
Total	**25.93**	**86.64**

* RailTel implemented an innovative alien wavelength integration strategy to reuse legacy DWDM systems instead of replacing them. This enabled high-capacity upgrades (100G) over existing infrastructure, resulting in significant CAPEX savings (~₹40 crore), faster deployment, and improved scalability. It also promotes sustainability by reducing e-waste, as functional legacy equipment is retained and repurposed rather than discarded.

Note: PPP factor used: 20.34, IMF WEO May 2026

https://www.imf.org/external/datamapper/PPPEX@WEO/OEMDC/ADVEC/WEOWORLD/TWN

Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

To advance its commitment to sustainable waste management, RailTel utilizes a dedicated committee to oversee the handling and disposal of scrap materials in strict accordance with a comprehensive Scrap Disposal Policy. This policy establishes detailed Standard Operating Procedures (SOPs) for both disposal and sales, ensuring that every stage from handling to final documentation is managed with maximum transparency, efficiency, and compliance. Furthermore, the organization conducts structured auctions for hazardous battery waste, adhering closely to specific environmental regulations to guarantee responsible disposal and support a greener, more environmentally conscious operation. RailTel does not use hazardous and toxic chemicals as it is not a manufacturing company.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required

Location of operations/ offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
RailTel Schedule A PSU with PAN India presence, its registered and corporate office in New Delhi. The Company has no office in/around ecologic sensitive area.		

12 Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
Not Applicable.					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances.

S. No.	Specify the law/ regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
RailTel is not a manufacturing company and hence it is not applicable.				

Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do in a manner that is responsible and transparent

Essential Indicators

1.

a. Number of affiliations with trade and industry chambers/ associations		2
b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.		
S. No.	**Name of the trade and industry chambers/**	**Reach of trade and industry chambers/ associations (State/National/International)**
1	Stading Conference of Public Enterprises	National
2	Bharat IPV6 forum	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
For FY 2025-26, CS there is no complaints regarding anti-competitive conduct		

Principle 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of social impact assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No	Results communicated in public domain (Yes / No)	Relevant Web link
Not applicable					

2. **Provide information on project(s) for which ongoing rehabilitation and resettlement (R&R) is being undertaken by your entity**

Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable					

3. **Describe the mechanisms to receive and redress grievances of the community**

RailTel has a robust CPGRAMS mechanism to receive and redress grievances. Legislated timeframe has been set to redress the grievances. Local community members also submit their grievances conveniently online, by phone, and by email. These grievances are promptly investigated by RailTel, appropriate action is taken, and the issue is resolved in a timely manner.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers**

Particulars	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	66.83%	33.04%
Directly from within India	NA	NA

5 **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

Location	FY 2025-26	FY 2024-25
Rural	NIL	NIL
Semi-urban	NIL	NIL
Urban	3.75%	0.13%
Metropolitan	2.98%	0.22%

Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback**

   To ensure high-quality service, RailTel utilizes a robust response framework to manage consumer complaints and feedback through diverse channels, including email, social media monitoring, helpline services, and the CPGRAM portal. Alongside these avenues, a dedicated Network Operating Centre (NOC) and a 24/7 helpline provide continuous, specialized support for B2B corporate customers facing service-related issues. Once received, every complaint undergoes a thorough analysis and is forwarded to the appropriate department for a timely, customer-centric resolution, allowing the company to deliver satisfactory solutions while leveraging consumer feedback to drive continuous operational improvement.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about

	As a percentage to total turnover
Environmental and social parameters relevant to the product	RailTel does not have any manufacturing facility and is primarily engaged in providing telecom, IT, and network-related services. The Company's operations are service-oriented in nature and do not involve the manufacture, processing, or sale of physical products. Further, no chemical processes are involved in the delivery of RailTel's services. Accordingly, the environmental and social parameters relevant to products, including product-specific environmental impacts, do not arise in the context of RailTel's services. Similarly, parameters relating to safe and responsible usage are not applicable, as RailTel does not supply consumer-facing products that require usage instructions or safety-related disclosures. Same has been clearly recorded at the bottom of SL no.9 of Principal-6 (waste management by the entity) that RailTel is not involved in any manufacturing or production. Aspects relating to recycling and/or safe disposal are not applicable, as RailTel's services do not result in the generation of product-related waste requiring end-of-life management by customers. Further, aspects relating to recycling and/or safe disposal are not applicable, as RailTel's services do not result in the generation of product-related waste requiring end-of-life management by customers. However, as a bulk consumer, under SL no.9 of Principal-6 (waste management by the entity), RailTel has duly recorded details of Recycling and/or safe disposal. It may be noted that disposal of obsolete/unserviceable telecom equipment, electronic items and other scrap, including telecom assets that have completed their prescribed codal life, is undertaken in accordance with RailTel's Scrap Disposal Policy.
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints

	FY 2025-26			FY 2024-25		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0		0	0	
Advertising	0	0		0	0	
Cyber-security	0	0		2	0	Customer services were affected
due to issue in infra	0					
Delivery of essential services	NA	NA		NA	NA	
Restrictive Trade Practices	0	0		0	0	
Unfair Trade Practices	0	0		0	0	
Other	0	0		NA	NA	

The measures are in place to prevent incidents related to cyber security and protect the privacy of customer data.

4. Details of instances of product recalls on account of safety issues

	Number	Reasons for recall
Voluntary recalls	Nil	NA
Forced recalls	Nil	NA

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, to ensure a safe and trusted digital environment, RailTel maintains a robust cybersecurity and data privacy framework by adopting the Cyber Security Guidelines for Government Employees issued by the Ministry of Electronics & Information Technology alongside the detailed statutory directions under Section 70B (6) of the Information Technology Act, 2000. This comprehensive approach covers all aspects of information security practices, from risk prevention and vulnerability reporting to the real-time collection, analysis, and dissemination of cyber incident data. By integrating proactive measures like threat forecasting, emergency response coordination, and the issuance of security advisories, RailTel systematically defends its infrastructure while maintaining strict compliance and data privacy.

Various industry standards and frameworks have been implemented by RailTel to guarantee robust cyber security and privacy. These include ISO/IEC 27001:2022, ISO/IEC 27017:2015, and ISO/IEC 27018:2019. These standards provide guidelines for establishing and maintaining an information security management system, ensuring thee confidentiality, integrity, and availability of customer data. RailTel also adheres to ISO/IEC 20000-1:2018 for ITT service management and ISO 9001:2015 for quality management. Additionally, RailTel follows the Payment Card Industry Data Security Standard (PCI-DSS) to secure cardholder data during payment transactions.

The web-link for the policy is given here

https://www.railtel.in/images/Cyber Security Policy Ver no. 1.1.pdf

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not Applicable. The measures are in place to prevent incidents related to cyber security and protect the privacy of customer data.

7. Provide the following information relating to data breaches:

a.	Number of instances of data breaches
	0
b.	Percentage of data breaches involving personally identifiable information of customers
	0%
c.	Impact, if any, of the data breaches
	Not applicable

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Lunawat & Co
Chartered Accountants

Independent Auditor's Report

To The Members of

RailTel Corporation of India Limited

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of **RailTel Corporation of India Limited** which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements") in which are incorporated the Returns for the year ended on that date for 1 branch audited by us and 3 branches audited by the branch auditors of the company.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting standards prescribed under section 133 of the Act read with the Companies (India Accounting Standards) Rule 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, and its net profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report –

S. No.	Key Audit Matters	How our audit addressed the key audit matter
1.	**Accuracy of recognition, measurement, estimation, presentation and disclosures in respect of "Revenue from contracts with Customers" under Ind AS 115.** The application of this revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period, and disclosures including presentations of balances in the standalone financial statements. Revenue recognised but not yet billed to customers (Unbilled Revenue) involves significant management judgment in determining the stage of completion and timing of revenue recognition in accordance with Ind AS 115. The Company recognises revenue over time based on contract progress measured using inputs such as costs incurred or achievement of milestones, which requires estimation of total contract costs, assessment of performance obligations, and evaluation of contractual terms. Additionally, the recoverability of unbilled revenue requires significant judgment, particularly with respect to customer acceptance, contractual enforceability, and potential disputes. We identified this as a key audit matter because estimated efforts is a critical estimate to determine revenue, as it requires consideration of progress of the contract, efforts incurred till date, efforts required to complete the remaining performance obligation. (Refer Note No. 54 of the standalone financial statements.)	Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows: • Evaluated the effectiveness of controls over the preparation of information that are designed to ensure the completeness and accuracy. • Selected a sample of existing continuing contracts and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. • Tested the relevant information, accounting systems and change relating to contracts and related information used in recording and disclosing revenue in accordance with Ind AS 115. • Reviewed a sample of contracts to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. • Performed analytical procedures and test of details for reasonableness and other related material items.

S. No.	Key Audit Matters	How our audit addressed the key audit matter
2.	**Contingent Liabilities.** The Company is subject to a number of legal, regulatory, arbitration and tax cases for which final outcome cannot be easily predicted and which could potentially result in significant liabilities. The assessment of whether a liability is recognised as a provision or disclosed as a contingent liability in the financial statements is inherently subjective and requires significant management judgement in determination of the cash outflows from the business, interpretation of applicable laws and regulations, and careful examination of pending assessments at various levels of regulatory authorities. We identified this as a key audit matter because the estimates on which these amounts are based involve a significant degree of management judgement in interpreting the cases and it may be subject to management bias. (Refer item no. b of note no. 51 and Item No. 2A in Part B of the Material Accounting Policy Information to the Standalone Financial Statements).	**We have adopted the following audit procedures** • Understood and tested the design and operating effectiveness of controls as established by the management for obtaining all relevant information for pending litigation cases • Discussed with the management any material developments and latest status of legal matters at the corporate office. • Read various correspondences and related documents pertaining to litigation cases and performed substantive procedures on calculations supporting the disclosure of contingent liabilities Assessed the adequacy and completeness of disclosures. Based on the above procedure performed, the estimations and disclosure of contingent liabilities are adequate and reasonable.

S. No.	Key Audit Matters	How our audit addressed the key audit matter
3.	**Assessment of Expected Credit Loss (ECL) for Trade Receivables** The company has applied a simplified approach to measure ECL for trade receivables, which allows for lifetime expected credit losses to be recognized from initial recognition of the receivables. The company determines the expected credit losses on trade receivables by using a provision matrix that is based on historical credit loss experience, adjusted for forward looking factors to the debtors and the economic environment. Recognition and measurement of expected credit loss involves significant management judgement. These include: • Identification of exposures where there is a significant increase in credit risk • Completeness and timing of recognition of default, in accordance with the credit policy of the company • Estimation of Forward-Looking Adjustments. Due to the significance of trade receivables and the complexity involved in the ECL calculation, this was considered a key audit matter. (Refer Note No. 53 of financial statements and Item No. 2A in Part B of the Material Accounting Policy Information to the financial statements)	**We have applied the following audit procedures in this regard:** • We have obtained an understanding of the company's credit policy along with the applications controls associated with the accuracy of the information included in the debtors ageing report. • We evaluated the company's process of ECL calculation. We assessed the reasonableness of the assumptions used in ECL calculation by comparing them with the historic data adjusted for current market condition and forward-looking information. • We have also considered the disclosures made by the company under the head credit risk. Based on the above procedure performed, the management estimations and judgement in ECL were found to be reasonable.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position and financial performance including other comprehensive income ,cash flow and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation..

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Others Matters

We did not audit the financial statements / information of 3 branches i.e. Eastern Region, Western Region and Southern Region included in the standalone financial statements; whose financial statements / information reflect total assets of ₹ 3,69,954 lakhs as at 31st March 2026 and revenue from operation of ₹ 3,11,825 lakhs, total net profit before tax of ₹ 39,327 lakhs for the year ended on that date, as considered in the Financial Statements. The financial statements / information of these branches has been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branches is based solely on the reports of other branch auditors.

We draw attention to the fact that the Company has only one Independent Director on its Board as on the date of this report, which is not in compliance with the requirements of Section 149(4) read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, which mandates that every listed public company shall have at least one-third of the total number of directors as independent directors.

Our report is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the Annexure **"A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Comptroller and Auditor General of India through directions/sub-directions issued under Section 143(5) of the Companies Act 2013, on the basis of written representation received from the management, we give our report on the matter specified in the "Annexure –B" attached.
3. As required by section 143(3) of the Act, we report that:

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branches not visited by us.

    (c) The reports on the accounts of the branch offices of the Company audited under Section 143 (8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

    (d) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.

    (e) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

(f) Being a Government Company pursuant to the Notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of sub-section (2) of Section 164 of the Companies Act 2013, are not applicable to the Company.

(g) With respect to adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure **"C"**;

(h) As per Notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, Section 197 of the Companies Act 2013, is not applicable to the Government Companies. Accordingly, reporting in accordance with the requirement of provisions of section 197(16) of the Act is not applicable on the Company.

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. - Refer item No. b of Note No. 51 to the Financial Statement

b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (a) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material misstatement..

e. (a) The final dividend proposed for the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) Interim dividend declared and paid by the Company during the year is in accordance with Section 123 of the Act.

f. Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 30th April, 2026
UDIN: 26080160TDUFEV7038

Annexure "A" referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report, of even date, to the Members of RailTel Corporation of India Limited on Financial Statements for the year ended 31st March 2026

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

a. (A) The Company has maintained proper records showing full particulars with respect to most of its Property, Plant and Equipment, and is in the process of updating the quantitative, identification marks and situation details with respect to certain Property, Plant and Equipment in the records maintained by the Company.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

b. The company has a policy to physically verify the Property, Plant & Equipment by which they are verified in a phased manner. During the year as part of the internal audit, the internal auditors have carried out the physical verification of Property, Plant and Equipment of the Company and no material discrepancies were noticed on such verification.

c. According to the information and explanations given to us, we report that the title deeds of all the immovable properties which are included under the head property, plant and equipment (other than properties where the company is the lessee, and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company except the following:-

Description of Property	Gross carrying Value (₹ in lakhs)	Held in the name of	Whether title deed holder is a Promoter, Director or their relative or employee	Period held -indicate range where appropriate	Reason for not being held in the name of the company
Leasehold Building (Right of Use Asset)	₹ 1,396.00	Ministry of Railways	Yes	3rd June 2024	Lease Deed is Pending from Ministry of Railways.

Description of Property	Gross carrying Value (₹ in lakhs)	Held in the name of	Whether title deed holder is a Promoter, Director or their relative or employee	Period held -indicate range where appropriate	Reason for not being held in the name of the company
Building- RCC Structure (On Railway Land)	₹ 0.65	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.	Not Applicable	25th October 2025	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.
	₹ 11.38			2nd February 2026	
	₹ 9.80			30th October 2025	
	₹ 0.28			4th July 2025	
	₹ 12.38			1st September 2025	
	₹ 5.80			4th July 2025	
	₹ 0.19			4th July 2025	
	₹ 0.81			25th December 2025	
	₹ 0.01			10th June 2025	
	₹ 43.41			20th April 2025	
	₹ 0.19			30th October 2025	
	₹ 11.64			12th February 2026	
	₹ 12.95			20th March 2025	
	₹ 10.93			20th March 2025	
	₹ 0.99			7th August 2025	
	₹ 6.54			8th December 2025	
	₹ 0.01			1st September 2025	
	₹ 16.65			10th July 2025	
	₹ 4.94			4th July 2025	
	₹ 1.73			10th June 2025	
	₹ 10.21			29th July 2025	
	₹ 2.64			4th July 2025	
	₹ 0.94			20th April 2025	
	₹ 10.96			20th March 2025	
	₹ 1.89			4th July 2025	
	₹ 0.46			30th October 2025	

d. The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provision of clause 3(i)(d) is not applicable.

e. According to the information and explanations given to us, there are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) Although the company does not have any inventory, as at the end of the year. But during the year, Inventory was physically verified by the management. In our opinion, the frequency of verification is reasonable. The coverage and procedure of physical verification of inventory followed by the management, in our opinion, is appropriate. No material discrepancies were noticed on the last physical verification.

b) In our opinion, and according to the information and explanations given to us, during the year, the Company has not been sanctioned any working capital loan, hence this clause is not applicable.

iii. According to the information and explanations given to us, the Company has not made any investment, provided guarantee, security and not granted loans and advances in the nature of loans, secured and unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties. In view of this, sub clause (a) (b) (c) (d) (e) and (f) of clause 3(iii) of the Order is not applicable on the Company.

iv. According to the information and explanations given to us, the Company has not made any loans, investments, guarantees, and security in terms of Section 185 and 186 of Companies Act, 2013. Accordingly, clause 3(iv) of the Order is not applicable.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits or amount which deemed to be deposits. As such, the directives issued by the Reserve Bank of India, the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder are not applicable to the Company.

No order has been passed with respect to Section 73 to 76, by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

vi. We have broadly reviewed the accounts and records maintained by the Company for the year 2025-26 pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act read with Companies (Cost Records & Audit) Rules, 2014, as amended and we are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made detailed examination of the records with a view to determining whether they are accurate and complete.

vii. (a) According to the information and explanations given to us, the Company is generally regular in depositing the undisputed statutory dues including goods and service tax, provident fund, income tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us, there are no undisputed statutory dues are outstanding arrears as on 31st March, 2026 for a period of more than six months from the date they became payable.

(b) According to records of the company and information and explanations given to us by the Company, the gross statutory dues of income tax or sale tax or service tax or duty of custom or duty of excise or value added tax or Cess or Goods and Service Tax and any other statutory dues of the Company which have not been deposited on account of dispute or deposited under protest and the forum where the dispute is pending are given below:-

S.No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
1	SR	GST	Demand as per Notice DIN No.20211255YK0000333C1F Dt. 28-Dec-2021 regarding Mismatch in liability declared against RCM and ITC availed under RCM in GSTR-3B for the period Apr-21 to Sep-21	11.67	Nil	Nil	11.67	Apr-21 to Sep-21	Andhra Pradesh
2	SR	GST	Demand vide Notice No.ZD3611210157004 Dt. 13-Nov-2021 for F.Y 2018-19, Show Cause Notice under section 73	53.75	Nil	Nil	53.75	FY 2018-19	Telangana
3	ER	GST	demand on ground that excess ITC Claimed in GSTR-3B w.r.t. ITC auto populated in GSTR-2A.	33.71	Nil	Nil	33.71	FY 2018-19	GST-BIHAR (Appellate Tribunal)
4	NR	RVAT Act	Levy of entry Tax and demand raised under the act.	5.41	Nil	Nil	5.41	FY 2015-16	RVAT Department

S.No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
5	NR	RVAT Act	Levy of entry Tax and demand raised under the act.	12.46	Nil	Nil	12.46	FY 2016-17	RVAT Department
6	NR	RVAT Act	Demand as per Notice u/s 49, 50 of RVAT Act-2003, u/s 9(3) of CST Act-1956 & u/s 174 of RGST Act-2017 of F.Y 2017-18 dt. 01-Oct-2019.	13.40	Nil	Nil	13.40	FY 2017-18	RVAT Department
7	NR	HVAT Act	Demand raised on assessment.	7.74	Nil	Nil	7.74	FY 2015-16	HVAT Department
8	NR	Income Tax Act 1961	TDS demand due to short deduction of TDS.	0.17	Nil	0.09	0.09	2010-11 to 2012-13	TDS (Commissioner)
9	CO	Income Tax Act 1961	Appeal filed against AO's order for AY 2016-17 for making additions on account of disallowance for "Exp booked in FY 2016-17 and claimed in FY 15-16 for avoiding prior period expenses in FY 2016-17" & ₹ 10 Lakh u/s 14A rwr 8D, an amount equal to 1% of Annual Avg. of Investments in REL	144.09	Nil	Nil	144.09	AY 2016-17	CIT-(A), New Delhi
10	CO	Income Tax Act 1961	Appeal filed against AO's order for AY 2018-19 for additions made u/s 143(3)	331.19	Nil	Nil	331.19	AY 2018-19	CIT-(A), New Delhi
11	CO	Income Tax Act 1961	TDS demand due to short deduction of TDS.	0.13	Nil	Nil	0.13	10-11 11-12 19-20	Traces
12	WR	GST	Appeal Filed against Mismatch of ITC order No. ZD2409230596907 Dt 29-Sep-2023	36.45	Nil	Nil	36.45	FY 2017-18	Gujrat GST Department
13	NR	GST	Demand raised on assessment (FY 2017-18)	73.85	Nil	Nil	73.85	FY 2017-18	Delhi GST
14	ER	GST	Mismatch of ITC, Order u/s 73 Dt 29-Apr-2024	34.45	Nil	Nil	34.45	FY 2023-24	Jharkhand GST Commissioner Appeals
15	WR	GST	Excess ITC claimed in GSTR 3B/9 which is not confirmed in GSTR 2A , 8A of GSTR 9 & RCM tax paid	152.19	Nil	Nil	152.19	FY 2019-20	MH GST
16	WR	GST	Excess outward tax in GSTR 1 compared to GSTR 9/ GSTR 3B	68.37	Nil	3.39	64.97	FY 2020-21	MH GST

S.No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
17	ER	GST	1) INELIGIBLE ITC AS PER PROVISION U/s 17 (5) OF OGST ACT. 2) Non payment of interest liability on account of delayed filing of returns for the month of Oct-19 by 1 day. 3) Short payment of tax liability under IGST. 4) Short Payment of tax paid against zero rated supplies.	0.69	Nil	Nil	0.69	FY 2019-20	Odisha GST
18	ER	GST	1) Excess claim of ITC in GSTR-3B in compare to GSTR-2A 2) ITC claimed from cancelled dealers, return defaulters & tax non payers Demand raised on assessment (FY 2019-20)	84.88	Nil	4.48	80.40	FY 2020-21	Assam GST
19	NR	GST	Demand raised on assessment (FY 2019-20)	55.75	Nil	Nil	55.75	FY 2019-20	Chandigarh GST
20	NR	GST	Demand raised on fake ITC transferred by supplier (FY 17-18 to FY 19-20) - M/s Royal Tech Enterprise	33.45	Nil	1.67	31.77	FY 17-18 to FY 19-20	Haryana GST
21	NR	GST	Demand raised on assessment (FY 2020-21)	613.04	Nil	32.76	580.28	FY 2020-21	Delhi GST
22	ER	GST	1) Excess ITC claimed in respect of GSTR-2A in GSTR-3B for the F.Y 2018-19 & 2019-20	-	98.48	4.92	93.56	FY 2018-19 & 2019-20	Arunachal Pradesh GST
23	ER	GST	1) Excess ITC claimed in respect of GSTR-2A in GSTR-3B for the F.Y 2019-20	-	6.00	-	6.00	FY 2019-20	Arunachal Pradesh GST
24	NR	GST	Demand raised u/s 74(9), Ref no. ZD071225077435A dt. 29/12/2025	-	699.32	23.10	676.21	FY 18-19	Delhi GST
25	NR	GST	Demand raised u/s 74 for ITC Default by Supplier- M/s ITPL. Demand raised u/s 74, Ref no. ZD091225522988V Dt. 29-Dec-2025.	-	12.69	0.40	12.30	FY 18-19	UP GST
26	NR	GST	Demand raised on assessment u/s 73 vide Ref No. : ZD0912255496038 Date : 30/12/2025.	-	289.26	15.91	273.35	FY 21-22	UP GST
			Total	**1,766.84**	**1,105.76**	**86.73**	**2,785.87**		

viii. In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed as income, any transaction not recorded in the books of account, during the year in the income tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable

ix. According to the information and explanations given to us, the Company has not taken any loan or other borrowings. Hence, sub-clauses (a) (b) (c) (d) (e) and (f) of clause 3(ix) of the Order are not applicable to the Company.

x. According to the information and explanations given to us, the Company has not raised any money by way of initial offer or further public offer (including debt instruments) during the year. Hence, sub clause (a) and (b) of clause 3(x) are not applicable.

xi. (a) According to the information and explanations given to us and as represented by the management based on examination of the books and records of the Company, no case of material fraud by the Company or on the Company has been noticed or reported during the year.

(b) We have not submitted any report under sub section (12) of Section 143 of the Companies Act, 2013 in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this audit report. (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year, accordingly, provisions of clause 3(xi)(c) of the order are not applicable.

xii. The Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.

xiii. In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements as required by the applicable Indian accounting Standards. (Refer Note No. 48 of the Financial Statements)

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the reports of the Internal Auditors issued to the Company during the year in determining the nature, timing and extent of our audit procedures.

xv. In our opinion, and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under section 192 of the Act. Accordingly, the provision of clause 3(xv) of the Order is not applicable.

xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause (xvi)(a) of the Order are not applicable to the Company.

(b) According to the information and explanations provided to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities therefore the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, provisions of clause 3(xvi)(b) of the Order are not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, provisions of clause 3(xvi)(c) of the Order are not applicable.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, provisions of clause 3(xvi) (d) of the Order are not applicable.

xvii. Based on our examination of the books and records of the Company, the Company has not incurred any cash losses in the financial year and the immediately preceding financial year. Accordingly, paragraph 3(xvii) of the Order is not applicable.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, provisions of clause 3(xviii) of the Order are not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet will get discharged by the Company as and when they fall due.

xx. (a) In our opinion and according to the information and explanations given to us, there is no such case other than ongoing projects. Therefore, the second proviso to sub-section (5) of section 135 of the said Act is not applicable.

(b) In our opinion and according to the information and explanations given to us, the company has incurred expenditure under Corporate Social Responsibility as required by the provisions of Section 135 of the Act and the unspent amount of ₹550 Lakhs, as required, has been transferred to the respective CSR bank account as per the guidelines.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 30th April, 2026
UDIN: 26080160TDUFEV7038

Annexure "B" referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report, of even date of RailTel Corporation of India Limited on the Financial Statements for the year ended 31st March 2026

As required by section 143(5) of the Act and in pursuance of directions issued by the Office of the Comptroller and Auditor General of India for the year ended 31st March 2026, we report that:

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
1	Assess the fair valuation of all the investments, both quoted and unquoted, made directly by the Company or through Trusts, for Post retirement benefits of the employees. This includes verifying valuation methodologies, ensuring consistency with Ind AS and reviewing supporting documentation. The auditor shall provide a brief note on the valuation approach, its reasonability, and compliance with applicable regulations, reporting any material deviations or misstatements.	The investments relating to post-retirement employee benefits have been made by the Trust and not directly by the Company. Such funds are managed under group policy arrangements with Life Insurance Corporation of India, and the Trust does not undertake any independent valuation of the underlying investments. The valuation of these investments is based on the statements provided by LIC, which reflect the fund value as determined in accordance with applicable regulatory norms. Accordingly, the Company has relied on such statements for the purpose of recognition and measurement in the financial statements. Hence, no separate valuation note is required, as the valuation is derived from LIC statements. In regard to Investment made by the company, the company makes short term investments in debt-based schemes of SEBI regulated mutual funds as per investment policy of the company. As on 31.03.2026, balance in investment in liquid funds is Nil.	NIL

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
2	Whether the Company has a system in place to process all the accounting transactions through IT system? If yes, whether review of this system and controls that are significant to the Companies' financial reporting process as well as cyber security has been done and material discrepancies found, if any, have been suitably reported? The implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications may also be reported.	Yes, as per the explanation and information provided to us that the company has implemented Oracle-ERP system which is processing all the accounting transactions. Based on the audit procedures performed by us, reports of reviews conducted by the management, reports of reviews conducted by specialists engaged by the management, there is no material weakness in the IT systems and controls, which may result in material misstatement of the financial statements of the entity As per the explanation and information given to us no deficiencies has been reported in cyber security report.	NIL
3	Whether funds (grants/subsidy etc.) received/ receivable for specific schemes from Central/ State Government or its agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation	a. During the year, amount received as Viability Gap Funding from GFGNL-Desh and ITMS works amounting to Rs 1.25 Cr and Rs 1.78 Cr respectively has been accounted as other operating income during the year as required by the accounting policy and has been utilised as per the terms and conditions. There are no cases of deviation. b. No Govt grant has been received during FY 2025-26 under Rural wifi project and NE-1 & NE-2 projects.	NIL
4	Whether the Company has identified the key Risk areas? If yes, whether the Company has formulated any Risk Management Policy to mitigate these risks? If yes, (a) whether the Risk Management Policy has been formulated considering global best practices? (b) whether the Company has identified its data assets and whether it has been valued appropriately?	The company has identified the key risk areas and has formulated a risk management policy to mitigate these risks. It incorporates principles considered appropriate to the company's operations and risk profile. The Risk Management Policy has been formulated in accordance with SEBI LODR Regulations. The company has not identified any customer data for commercial use and consequently these data assets are not subject to valuation.	NIL

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
5	Whether the Company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Reserve Bank of India, Telecom Regulatory Authority of India, CERTIN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable? If not, the cases of deviation may be highlighted.	Based on the information and explanations given to us and audit procedures carried out by us, the company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Telecom Regulatory Authority of India, CERT-IN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable and RBI regulations is not applicable on the Company not being NBFC except as mentioned below: a. Notice received from SEBI for Non-compliance of minimum independent director as per section 149(4) of the Companies Act 2013.	NIL

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 30th April, 2026
UDIN: 26080160TDUFEV7038

Annexure "C" referred to in paragraph 3 (g) under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report, of even date, to the members of RailTel Corporation of India Limited on Standalone Financial Statements for the year ended 31st March 2026

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to the Standalone Financial Statements of **RailTel Corporation of India Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective region's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to the Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the Standalone Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A

Company's internal financial control with reference to the Standalone Financial Statements includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

(2) Provide reasonable assurance that transactions are recorded as necessary to permit the preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to the Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to the Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to the Standalone Financial Statements in place and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at 31 March 2026, based on the internal controls over financial reporting criteria established by the Company considering the components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 30th April, 2026
UDIN: 26080160TDUFEV7038

REVISED INDEPENDENT AUDITORS' REPORT

To The Members of

RailTel Corporation of India Limited

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying standalone Ind AS financial statements of **RailTel Corporation of India Limited** which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements") in which are incorporated the Returns for the year ended on that date for 1 branch audited by us and 3 branches audited by the branch auditors of the company.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting standards prescribed under section 133 of the Act read with the Companies (India Accounting Standards) Rule 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, and its net profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Basis for Revision of Report

This Revised Independent Auditor's Report is being issued pursuant to the observations communicated by the Office of the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013, requiring correction in the wording of reporting of Directions issued under the said section.

The revision is restricted solely to the reproduction of the aforesaid directions and the corresponding reporting thereon. The audit procedures performed, audit evidence obtained, audit conclusions reached and the audit opinion expressed on the accompanying financial statements remain unchanged. Accordingly, this Revised Independent Auditor's Report supersedes our earlier Independent Auditor's Report dated 30th April 2026.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report –

S. No.	Key Audit Matters	How our audit addressed the key audit matter
1.	**Accuracy of recognition, measurement, estimation, presentation and disclosures in respect of "Revenue from contracts with Customers" under Ind AS 115.** The application of this revenue accounting standard involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of identified performance obligations, the appropriateness of the basis used to measure revenue recognized over a period, and disclosures including presentations of balances in the standalone financial statements. Revenue recognised but not yet billed to customers (Unbilled Revenue) involves significant management judgment in determining the stage of completion and timing of revenue recognition in accordance with Ind AS 115. The Company recognises revenue over time based on contract progress measured using inputs such as costs incurred or achievement of milestones, which requires estimation of total contract costs, assessment of performance obligations, and evaluation of contractual terms. Additionally, the recoverability of unbilled revenue requires significant judgment, particularly with respect to customer acceptance, contractual enforceability, and potential disputes. We identified this as a key audit matter because estimated efforts is a critical estimate to determine revenue, as it requires consideration of progress of the contract, efforts incurred till date, efforts required to complete the remaining performance obligation. (Refer Note No. 54 of the standalone financial statements.)	Our audit approach consisted testing of the design and operating effectiveness of internal controls and procedures as follows: • Evaluated the effectiveness of controls over the preparation of information that are designed to ensure the completeness and accuracy. • Selected a sample of existing continuing contracts and new contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and determination of transaction price. • Tested the relevant information, accounting systems and change relating to contracts and related information used in recording and disclosing revenue in accordance with Ind AS 115. • Reviewed a sample of contracts to identify possible delays in achieving milestones, which require change in estimated efforts to complete the remaining performance obligations. • Performed analytical procedures and test of details for reasonableness and other related material items.

S. No.	Key Audit Matters	How our audit addressed the key audit matter
2.	**Contingent Liabilities.** The Company is subject to a number of legal, regulatory, arbitration and tax cases for which final outcome cannot be easily predicted and which could potentially result in significant liabilities. The assessment of whether a liability is recognised as a provision or disclosed as a contingent liability in the financial statements is inherently subjective and requires significant management judgement in determination of the cash outflows from the business, interpretation of applicable laws and regulations, and careful examination of pending assessments at various levels of regulatory authorities. We identified this as a key audit matter because the estimates on which these amounts are based involve a significant degree of management judgement in interpreting the cases and it may be subject to management bias. (Refer item no. b of note no. 51 and Item No. 2A in Part B of the Material Accounting Policy Information to the Standalone Financial Statements).	**We have adopted the following audit procedures** • Understood and tested the design and operating effectiveness of controls as established by the management for obtaining all relevant information for pending litigation cases • Discussed with the management any material developments and latest status of legal matters at the corporate office. • Read various correspondences and related documents pertaining to litigation cases and performed substantive procedures on calculations supporting the disclosure of contingent liabilities Assessed the adequacy and completeness of disclosures. Based on the above procedure performed, the estimations and disclosure of contingent liabilities are adequate and reasonable.
3.	**Assessment of Expected Credit Loss (ECL) for Trade Receivables** The company has applied a simplified approach to measure ECL for trade receivables, which allows for lifetime expected credit losses to be recognized from initial recognition of the receivables. The company determines the expected credit losses on trade receivables by using a provision matrix that is based on historical credit loss experience, adjusted for forward looking factors to the debtors and the economic environment. Recognition and measurement of expected credit loss involves significant management judgement. These include: • Identification of exposures where there is a significant increase in credit risk • Completeness and timing of recognition of default, in accordance with the credit policy of the company • Estimation of Forward-Looking Adjustments. Due to the significance of trade receivables and the complexity involved in the ECL calculation, this was considered a key audit matter. (Refer Note No. 53 of financial statements and Item No. 2A in Part B of the Material Accounting Policy Information to the financial statements)	**We have applied the following audit procedures in this regard:** • We have obtained an understanding of the company's credit policy along with the applications controls associated with the accuracy of the information included in the debtors ageing report. • We evaluated the company's process of ECL calculation. We assessed the reasonableness of the assumptions used in ECL calculation by comparing them with the historic data adjusted for current market condition and forward-looking information. • We have also considered the disclosures made by the company under the head credit risk. Based on the above procedure performed, the management estimations and judgement in ECL were found to be reasonable.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position and financial performance including other comprehensive income ,cash flow and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements / information of 3 branches i.e. Eastern Region, Western Region and Southern Region included in the standalone financial statements; whose financial statements / information reflect total assets of ₹ 3,69,954 lakhs as at 31st March 2026 and revenue from operation of ₹ 3,11,825 lakhs, total net profit before tax of ₹ 39,327 lakhs for the year ended on that date, as considered in the Financial Statements. The financial statements / information of these branches has been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branches is based solely on the reports of other branch auditors.

We draw attention to the fact that the Company has only one Independent Director on its Board as on the date of this report, which is not in compliance with the requirements of Section 149(4) read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, which mandates that every listed public company shall have at least one-third of the total number of directors as independent directors.

Our report is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the Annexure "**A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Comptroller and Auditor General of India through directions/sub-directions issued under Section 143(5) of the Companies Act 2013, on the basis of written representation received from the management, we give our report on the matter specified in the "Annexure –B" attached.
3. As required by section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from the branches not visited by us.

(c) The reports on the accounts of the branch offices of the Company audited under Section 143 (8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

(d) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account and with the returns received from the branches not visited by us.

(e) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

(f) Being a Government Company pursuant to the Notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of sub-section (2) of Section 164 of the Companies Act 2013, are not applicable to the Company.

(g) With respect to adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure "**C**";

(h) As per Notification No. GSR 463(E) dated 5 June 2015 issued by the Ministry of Corporate Affairs, Government of India, Section 197 of the Companies Act 2013, is not applicable to the Government Companies. Accordingly, reporting in accordance with the requirement of provisions of section 197(16) of the Act is not applicable on the Company.

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. - Refer item No. b of Note No. 51 to the Financial Statement

ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv) (a) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material misstatement.

v) (a) The final dividend proposed for the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) Interim dividend declared and paid by the Company during the year is in accordance with Section 123 of the Act.

vi) Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 5th July, 2026
UDIN: 26080160DOEAPZ1897

Annexure "A" referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Revised Independent Auditor's Report, of even date, to the Members of RailTel Corporation of India Limited on Financial Statements for the year ended 31st March 2026

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

a. (A) The Company has maintained proper records showing full particulars with respect to most of its Property, Plant and Equipment, and is in the process of updating the quantitative, identification marks and situation details with respect to certain Property, Plant and Equipment in the records maintained by the Company.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

b. The company has a policy to physically verify the Property, Plant & Equipment by which they are verified in a phased manner. During the year as part of the internal audit, the internal auditors have carried out the physical verification of Property, Plant and Equipment of the Company and no material discrepancies were noticed on such verification.

c. According to the information and explanations given to us, we report that the title deeds of all the immovable properties which are included under the head property, plant and equipment (other than properties where the company is the lessee, and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company except the following:-

Description of Property	Gross carrying Value (₹ in lakhs)	Held in the name of	Whether title deed holder is a Promoter, Director or their relative or employee	Period held -indicate range where appropriate	Reason for not being held in the name of the company
Leasehold Building (Right of Use Asset)	₹ 1,396.00	Ministry of Railways	Yes	3rd June 2024	Lease Deed is Pending from Ministry of Railways.
Building- RCC Structure (On Railway Land)	₹ 0.65	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.	Not Applicable	25th October 2025	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.
	₹ 11.38			2nd February 2026	
	₹ 9.80			30th October 2025	
	₹ 0.28			4th July 2025	
	₹ 12.38			1th September 2025	
	₹ 5.80			4th July 2025	
	₹ 0.19			4th July 2025	

Description of Property	Gross carrying Value (₹ in lakhs)	Held in the name of	Whether title deed holder is a Promoter, Director or their relative or employee	Period held -indicate range where appropriate	Reason for not being held in the name of the company
	₹ 0.81			25th December 2025	
	₹ 0.01			10th June 2025	
	₹ 43.41			20th April 2025	
	₹ 0.19			30th October 2025	
	₹ 11.64			12th February 2026	
	₹ 12.95			20th March 2025	
	₹ 10.93			20th March 2025	
	₹ 0.99			7th August 2025	
	₹ 6.54			8th December 2025	
	₹ 0.01			1st September 2025	
	₹ 16.65			10th July 2025	
	₹ 4.94			4th July 2025	
	₹ 1.73			10th June 2025	
	₹ 10.21			29th July 2025	
	₹ 2.64			4th July 2025	
	₹ 0.94			20th April 2025	
	₹ 10.96			20th March 2025	
	₹ 1.89			4th July 2025	
	₹ 0.46			30th October 2025	

d. The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provision of clause 3(i)(d) is not applicable.

e. According to the information and explanations given to us, there are no proceedings which have been initiated or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) Although the company does not have any inventory as at the end of the year. But during the year, Inventory was physically verified by the management. In our opinion, the frequency of verification is reasonable. The coverage and procedure of physical verification of inventory followed by the management, in our opinion, is appropriate. No material discrepancies were noticed on the last physical verification.

b) In our opinion, and according to the information and explanations given to us, during the year, the Company has not been sanctioned any working capital loan, hence this clause is not applicable.

iii. According to the information and explanations given to us, the Company has not made any investment, provided guarantee, security and not granted loans and advances in the nature of loans, secured and unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties. In view of this, sub clause (a) (b) (c) (d) (e) and (f) of clause 3(iii) of the Order is not applicable on the Company.

iv. According to the information and explanations given to us, the Company has not made any loans, investments, guarantees, and security in terms of Section 185 and 186 of Companies Act, 2013. Accordingly, clause 3(iv) of the Order is not applicable.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits or amount which deemed to be deposits. As such, the directives issued by the Reserve Bank of India, the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder are not applicable to the Company.

No order has been passed with respect to Section 73 to 76, by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

vi. We have broadly reviewed the accounts and records maintained by the Company for the year 2025-26 pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (1) of Section 148 of the Act read with Companies (Cost Records & Audit) Rules, 2014, as amended and we are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made detailed examination of the records with a view to determining whether they are accurate and complete.

vii. (a) According to the information and explanations given to us, the Company is generally regular in depositing the undisputed statutory dues including goods and service tax, provident fund, income tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us, there are no undisputed statutory dues are outstanding arrears as on 31st March, 2026 for a period of more than six months from the date they became payable.

(b) According to records of the company and information and explanations given to us by the Company, the gross statutory dues of income tax or sale tax or service tax or duty of custom or duty of excise or value added tax or Cess or Goods and Service Tax and any other statutory dues of the Company which have not been deposited on account of dispute or deposited under protest and the forum where the dispute is pending are given below:-

S. No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
1	SR	GST	Demand as per Notice DIN No. 20211255YK0000333C1F Dt. 28-Dec-2021 regarding Mismatch in liability declared against RCM and ITC availed under RCM in GSTR-3B for the period Apr-21 to Sep-21	11.67	Nil	Nil	11.67	Apr-21 to Sep-21	Andhra Pradesh
2	SR	GST	Demand vide Notice No.ZD3611210157004 Dt. 13-Nov-2021 for F.Y 2018-19, Show Cause Notice under section 73	53.75	Nil	Nil	53.75	FY 2018-19	Telangana
3	ER	GST	demand on ground that excess ITC Claimed in GSTR-3B w.r.t. ITC auto populated in GSTR-2A.	33.71	Nil	Nil	33.71	FY 2018-19	GST-BIHAR (Appellate Tribunal)
4	NR	RVAT Act	Levy of entry Tax and demand raised under the act.	5.41	Nil	Nil	5.41	FY 2015-16	RVAT Department
5	NR	RVAT Act	Levy of entry Tax and demand raised under the act.	12.46	Nil	Nil	12.46	FY 2016-17	RVAT Department

S. No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
6	NR	RVAT Act	Demand as per Notice u/s 49, 50 of RVAT Act-2003, u/s 9(3) of CST Act-1956 & u/s 174 of RGST Act-2017 of F.Y 2017-18 dt. 01-Oct-2019.	13.40	Nil	Nil	13.40	FY 2017-18	RVAT Department
7	NR	HVAT Act	Demand raised on assessment.	7.74	Nil	Nil	7.74	FY 2015-16	HVAT Department
8	NR	Income Tax Act 1961	TDS demand due to short deduction of TDS.	0.17	Nil	0.09	0.09	2010-11 to 2012-13	TDS (Commissioner)
9	CO	Income Tax Act 1961	Appeal filed against AO's order for AY 2016-17 for making additions on account of disallowance for "Exp booked in FY 2016-17 and claimed in FY 15-16 for avoiding prior period expenses in FY 2016-17" & Rs. 10 Lakh u/s 14A rwr 8D, an amount equal to 1% of Annual Avg. of Investments in REL	144.09	Nil	Nil	144.09	AY 2016-17	CIT-(A), New Delhi
10	CO	Income Tax Act 1961	Appeal filed against AO's order for AY 2018-19 for additions made u/s 143(3)	331.19	Nil	Nil	331.19	AY 2018-19	CIT-(A), New Delhi
11	CO	Income Tax Act 1961	TDS demand due to short deduction of TDS.	0.13	Nil	Nil	0.13	10-11 11-12 19-20	Traces
12	WR	GST	Appeal Filed against Mismatch of ITC order No. ZD2409230596907 Dt 29-Sep-2023	36.45	Nil	Nil	36.45	FY 2017-18	Gujrat GST Department
13	NR	GST	Demand raised on assessment (FY 2017-18)	73.85	Nil	Nil	73.85	FY 2017-18	Delhi GST
14	ER	GST	Mismatch of ITC, Order u/s 73 Dt 29-Apr-2024	34.45	Nil	Nil	34.45	FY 2023-24	Jharkhand GST Commissioner Appeals
15	WR	GST	Excess ITC claimed in GSTR 3B/9 which is not confirmed in GSTR 2A , 8A of GSTR 9 & RCM tax paid	152.19	Nil	Nil	152.19	FY 2019-20	MH GST
16	WR	GST	Excess outward tax in GSTR 1 compared to GSTR 9/GSTR 3B	68.37	Nil	3.39	64.97	FY 2020-21	MH GST
17	ER	GST	1) INELIGIBLE ITC AS PER PROVISION U/s 17 (5) OF OGST ACT. 2) Non payment of interest liability on account of delayed filing of returns for the month of Oct-19 by 1 day. 3) Short payment of tax liability under IGST. 4) Short Payment of tax paid against zero rated supplies.	0.69	Nil	Nil	0.69	FY 2019-20	Odisha GST
18	ER	GST	1) Excess claim of ITC in GSTR-3B in compare to GSTR-2A 2) ITC claimed from cancelled dealers, return defaulters & tax non payers	84.88	Nil	4.48	80.40	FY 2020-21	Assam GST

S. No	OU	Name of the Statute	Nature of Dues	Opening Amount (In Lacs)	Addition (In Lacs)	Amount Adjusted (In Lacs)	Closing Amount (In Lacs)	Period to which the amount relates	Forums where dispute is pending
19	NR	GST	Demand raised on assessment (FY 2019-20)	55.75	Nil	Nil	55.75	FY 2019-20	Chandigarh GST
20	NR	GST	Demand raised on fake ITC transferred by supplier (FY 17-18 to FY 19-20) - M/s Royal Tech Enterprise	33.45	Nil	1.67	31.77	FY 17-18 to FY 19-20	Haryana GST
21	NR	GST	Demand raised on assessment (FY 2020-21)	613.04	Nil	32.76	580.28	FY 2020-21	Delhi GST
22	ER	GST	1) Excess ITC claimed in respect of GSTR-2A in GSTR-3B for the F.Y 2018-19 & 2019-20	-	98.48	4.92	93.56	FY 2018-19 & 2019-20	Arunachal Pradesh GST
23	ER	GST	1) Excess ITC claimed in respect of GSTR-2A in GSTR-3B for the F.Y 2019-20	-	6.00	-	6.00	FY 2019-20	Arunachal Pradesh GST
24	NR	GST	Demand raised u/s 74(9), Ref no. ZD071225077435A dt. 29/12/2025	-	699.32	23.10	676.21	FY 18-19	Delhi GST
25	NR	GST	Demand raised u/s 74 for ITC Default by Supplier- M/s ITPL. Demand raised u/s 74, Ref no. ZD091225522988V Dt. 29-Dec-2025.	-	12.69	0.40	12.30	FY 18-19	UP GST
26	NR	GST	Demand raised on assessment u/s 73 vide Ref No. : ZD0912255496038 Date : 30/12/2025.	-	289.26	15.91	273.35	FY 21-22	UP GST
			Total	**1,766.84**	**1,105.76**	**86.73**	**2,785.87**		

viii. In our opinion and according to the information and explanations given to us, the Company has not surrendered or disclosed as income, any transaction not recorded in the books of account, during the year in the income tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable

ix. According to the information and explanations given to us, the Company has not taken any loan or other borrowings. Hence, sub-clauses (a) (b) (c) (d) (e) and (f) of clause 3(ix) of the Order are not applicable to the Company.

x. According to the information and explanations given to us, the Company has not raised any money by way of initial offer or further public offer (including debt instruments) during the year. Hence, sub clause (a) and (b) of clause 3(x) are not applicable.

xi. (a) According to the information and explanations given to us and as represented by the management based on examination of the books and records of the Company, no case of material fraud by the Company or on the Company has been noticed or reported during the year.

xii. The Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.

xiii. In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements as required by the applicable Indian accounting Standards. (Refer Note No. 48 of the Financial Statements)

xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

xv. In our opinion, and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under section 192 of the Act. Accordingly, the provision of clause 3(xv) of the Order is not applicable.

xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause (xvi)(a) of the Order are not applicable to the Company.

(b) According to the information and explanations provided to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities therefore the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, provisions of clause 3(xvi)(b) of the Order are not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, provisions of clause 3(xvi)(c) of the Order are not applicable.

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, provisions of clause 3(xvi) (d) of the Order are not applicable.

xvii. Based on our examination of the books and records of the Company, the Company has not incurred any cash losses in the financial year and the immediately preceding financial year. Accordingly, paragraph 3(xvii) of the Order is not applicable.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, provisions of clause 3(xviii) of the Order are not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet will get discharged by the Company as and when they fall due.

xx. (a) In our opinion and according to the information and explanations given to us, there is no such case other than ongoing projects. Therefore, the second proviso to sub-section (5) of section 135 of the said Act is not applicable.

(b) In our opinion and according to the information and explanations given to us, the company has incurred expenditure under Corporate Social Responsibility as required by the provisions of Section 135 of the Act and the unspent amount of ₹550 Lakhs, as required, has been transferred to the respective CSR bank account as per the guidelines.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002
Place: New Delhi
Date: 5th July, 2026
UDIN: 26080160DOEAPZ1897

Annexure "B" referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our Revised Independent Auditor's Report, of even date of RailTel Corporation of India Limited on the Financial Statements for the year ended 31st March 2026

As required by section 143(5) of the Act and in pursuance of directions issued by the Office of the Comptroller and Auditor General of India for the year ended 31st March 2026, we report that:

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
1	Assess the fair valuation of all the investments, both quoted and unquoted, made directly by the Company or through Trusts, for Post retirement benefits of the employees. This includes verifying valuation methodologies, ensuring consistency with Ind AS and reviewing supporting documentation. The auditor shall provide a brief note on the valuation approach, its reasonability, and compliance with applicable regulations, reporting any material deviations or misstatements.	The investments relating to post-retirement employee benefits have been made by the Trust and not directly by the Company. Such funds are managed under group policy arrangements with Life Insurance Corporation of India, and the Trust does not undertake any independent valuation of the underlying investments. The valuation of these investments is based on the statements provided by LIC, which reflect the fund value as determined in accordance with applicable regulatory norms. Accordingly, the Company has relied on such statements for the purpose of recognition and measurement in the financial statements. Hence, no separate valuation note is required, as the valuation is derived from LIC statements. In regard to Investment made by the company, the company makes short term investments in debt-based schemes of SEBI regulated mutual funds as per investment policy of the company. As on 31.03.2026, balance in investment in liquid funds is Nil.	NIL
2	Whether the company has a system in place to process all the accounting transaction through IT system? If yes, whether review of this system and controls that are significant to the Companies' financial reporting process as well as cyber security has been done by **Information Security Auditing Organization empanelled by Cert-In at a minimum frequency of once in a year** and material discrepancies found, if any, have been suitably reported? The implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications may also be reported.	Yes, as per the explanation and information provided to us that the company has implemented Oracle-ERP system which is processing all the accounting transactions. Based on the audit procedures performed by us, reports of reviews conducted by the management, reports of reviews conducted by specialists engaged by the management, there is no material weakness in the IT systems and controls, which may result in material misstatement of the financial statements of the entity As per the explanation and information given to us no deficiencies has been reported in cyber security report.	NIL

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
3	Whether funds (grants/ subsidy etc.) received/ receivable for specific schemes from Central/State Government or its agencies were properly accounted for as per the applicable accounting standards or norms and whether the received funds were utilised as per its terms and conditions? Whether accounting of interest earned on grants received has been done as per terms and conditions of the Grant. List the cases of deviation	a. During the year, amount received as Viability Gap Funding from GFGNL-Desh and ITMS works amounting to Rs 1.25 Cr and Rs 1.78 Cr respectively has been accounted as other operating income during the year as required by the accounting policy and has been utilised as per the terms and conditions. There are no cases of deviation. b. No Govt grant has been received during FY 2025-26 under Rural wifi project and NE-1 & NE-2 projects. c. Further, there was no interest required to be accounted for, in relation to any of the grants, during the year.	NIL
4	Whether the Company has identified the key Risk areas? If yes, whether the Company has formulated any Risk Management Policy to mitigate these risks? If yes, (a) whether the Risk Management Policy has been formulated considering global best practices? (b) whether the Company has identified its data assets and whether it has been valued appropriately?	The company has identified the key risk areas and has formulated a risk management policy to mitigate these risks. It incorporates principles considered appropriate to the company's operations and risk profile. The Risk Management Policy has been formulated in accordance with SEBI LODR Regulations. The company has not identified any customer data for commercial use and consequently these data assets are not subject to valuation.	NIL

S. No.	Directions / Sub-Directions Issued by Comptroller and Auditor General of India	Auditors' reply on action taken on the directions	Impact on financial Statement
5	Whether the Company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Reserve Bank of India, Telecom Regulatory Authority of India, CERTIN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable? If not, the cases of deviation may be highlighted.	Based on the information and explanations given to us and audit procedures carried out by us, the company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Telecom Regulatory Authority of India, CERT-IN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable and RBI regulations is not applicable on the Company not being NBFC except as mentioned below: a. Notice received from SEBI for Non-compliance of minimum independent director as per section 149(4) of the Companies Act 2013.	NIL

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 5th July, 2026
UDIN: 26080160DOEAPZ1897

Annexure "C" referred to in paragraph 3 (g) under 'Report on Other Legal and Regulatory Requirements' section of our Revised Independent Auditor's Report, of even date, to the members of RailTel Corporation of India Limited on Standalone Financial Statements for the year ended 31st March 2026

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to the Standalone Financial Statements of **RailTel Corporation of India Limited (**"the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective region's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to the Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the Standalone Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to the Standalone Financial Statements includes those policies and procedures that:

1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

(2) Provide reasonable assurance that transactions are recorded as necessary to permit the preparation of standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls with reference to the Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Standalone Financial Statements to future periods are subject to the risk that the internal financial control with reference to the Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to the Standalone Financial Statements in place and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at 31 March 2026, based on the internal controls over financial reporting criteria established by the Company considering the components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For Lunawat & Co.
Chartered Accountants
F.R. No. 000629N

Sd/-
CA. Ramesh k Bhatia
Partner
M. No. 080160
W-2/3A, DLF Phase 3
Sector 24 Gurgaon - 122002

Place: New Delhi
Date: 5th July, 2026
UDIN: 26080160DOEAPZ1897

RailTel Corporation of India Limited

Balance Sheet as at March 31, 2026

(₹ in lakhs)

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
(A) ASSETS			
(1) NON CURRENT ASSETS			
i. Property, Plant and Equipment	2	1,00,572	89,856
ii. Capital Work-in-Progress	3	8,135	12,371
iii. Right of Use Assets	4	22,531	16,900
iv. Intangible Assets	5	4,964	1,330
v. Financial Assets			
a. Other Non Current Financial Assets	6	1,315	9,668
vi. Deferred tax assets (net)	7	7,568	6,615
vii. Other Non Current Assets	8	6,021	737
		1,51,106	**1,37,477**
(2) CURRENT ASSETS			
i. Inventories	9	-	1
ii. Financial Assets			
a. Investment	10	-	3,923
b. Trade Receivables	11	2,05,295	1,58,136
c. Cash and Cash Equivalents	12	39,746	30,804
d. Bank Balances other than Cash and Cash Equivalents	13	25,665	21,834
e. Loans and Advances	14	58	34
f. Other Current Financial Assets	15	1,08,750	1,17,564
iii. Current Tax Assets (Net)	16	854	858
iv. Other Current Assets	17	51,526	45,490
		4,31,894	**3,78,644**
TOTAL ASSETS		**5,83,000**	**5,16,121**
(B) EQUITY AND LIABILITIES			
(1) Equity			
i. Equity Share Capital	18	32,094	32,094
ii. Other Equity	19	1,94,067	1,67,868
TOTAL EQUITY		**2,26,161**	**1,99,962**
(2) LIABILITIES			
(a) NON CURRENT LIABILITIES			
i. Financial Liabilities			
a. Lease Liabilities	20	5,484	3,525
b. Other Non Current Financial Liabilities	21	6,532	7,968
ii. Other Non Current Liabilities	22	16,913	10,716
iii. Provisions	22A	768	866
		29,697	**23,075**
(b) CURRENT LIABILITIES			
i. Financial Liabilities			
a. Lease Liabilities	24	888	929
b. Trade Payables:			
(bi) Total Outstanding dues of Micro and Small Enterprises	23	37,761	20,629
(bii) Total Outstanding dues other than Micro and Small Enterprises		1,29,656	1,22,346
c. Other Current Financial Liabilities	25	86,471	62,899
ii Other Current Liabilities	26	63,353	78,517
iii. Provisions	27	9,013	7,764
		3,27,142	**2,93,084**
TOTAL EQUITY AND LIABILITIES		**5,83,000**	**5,16,121**

Material Accounting Policy Information and the accompanying notes referred to above form an integral part of financial statement (from Note No 1 to 59)

As per our report of even date attached

For M/s Lunawat & Co.
Chartered Accountants
FRN : 000629N

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
CA Ramesh K Bhatia	**J S Marwah**	**V Rama Manohara Rao**	**Sanjai Kumar**
(M. No : 080160)	Company Secretary	Director Finance	Chairman & Managing Director
	(M. No. : F8075)	(DIN : 06689335)	(DIN: 06923630)

Place : New Delhi
Date : April 30, 2026

RailTel Corporation of India Limited

Statement of Profit and Loss for the year ended March 31, 2026

(₹ in lakhs)

Particulars		Notes No.	Year ended 31st March 2026	Year ended 31st March 2025
I.	**Income**			
	a. Revenue from operations	28	4,27,748	3,47,750
	b. Other Income	29	4,786	6,601
	c. Finance Income	30	229	753
	Total Income (a+b+c)		**4,32,763**	**3,55,104**
II.	**Expenses :**			
	a. Access and Other Charges	31	60,428	56,994
	b. License Fee to DoT	32	9,160	9,952
	c. Expenses on Project	33	2,66,732	2,02,094
	d. Employee Benefits Expenses	34	21,567	20,972
	e. Administrative & Other Expenses	35	5,560	3,818
	f. Corporate Social Responsibility	56.7	655	573
	g. Depreciation & Amortisation expense	36	18,889	18,040
	h. Finance Expenses	37	378	311
	Total Expenses		**3,83,369**	**3,12,754**
III.	**Profit/(Loss) before exceptional items and tax (I-II)**		**49,394**	**42,350**
IV.	Exceptional Items	40	2,436	2,172
V.	**Profit/(Loss) Before Tax (III-IV)**		**46,958**	**40,178**
VI.	**Tax expenses**			
	a. Current tax	38	13,242	12,145
	b. Tax impact of earlier years		38	138
	c. Deferred tax		(954)	(2,086)
VII.	**Profit/(Loss) for the year (V-VI) = (A)**		**34,632**	**29,981**
VIII.	**Other Comprehensive Income (OCI):**			
	Items that will not be reclassified to Profit & Loss:			
	Remeasurement gain/(losses) on defined benefit plans	39	964	(495)
	Return on plan assets excluding amounts included in interest income		(11)	(22)
	Income tax relating to item that will not be reclassified to Profit & Loss		(240)	130
	Other Comprehensive Income/(Loss) for the year (B)		**713**	**(387)**
	Total Comprehensive Income for the year (A+B)		**35,345**	**29,594**
IX.	**Earning per Equity Share of Rs 10/- each**	49		
	(a) Basic (Amount in ₹)		10.79	9.34
	(b) Diluted (Amount in ₹)		10.79	9.34
	Weighted Average Number of Shares used in Computing Earning Per Share		32,09,38,407	32,09,38,407

Material Accounting Policy Information and the accompanying notes referred to above form an integral part of financial statement (from Note No 1 to 59)

As per our report of even date attached

For M/s Lunawat & Co.
Chartered Accountants
FRN : 000629N

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
CA Ramesh K Bhatia	**J S Marwah**	**V Rama Manohara Rao**	**Sanjai Kumar**
(M. No : 080160)	Company Secretary	Director Finance	Chairman & Managing Director
	(M. No. : F8075)	(DIN : 06689335)	(DIN: 06923630)

Place : New Delhi
Date : April 30, 2026

RailTel Corporation of India Limited

Statement of Cash Flow for the year ended March 31, 2026

(₹ in lakhs)

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Profit after tax	**34,632**	**29,981**
Adjustments for:		
Other Comprehensive Income(Net of taxes)	713	(387)
Depreciation, Amortisation and Impairment	18,889	18,040
Amortisation of Deferred Govt Grant	(385)	(630)
Non Cash Income (Discounting)	(229)	(753)
Non Cash Expense(Discounting)	10	10
Interest Expenses for Lease Liabilities	368	301
Loss/(Profit) on Sale of Property, Plant & Equipments (Net)	14	9
Non Cash Expense(Forex Loss)	8	1
Interest Income	(3,154)	(4,921)
Mutual fund income	(268)	(269)
Operating profit/(loss) before working capital change	**50,598**	**41,382**
(Increase)/decrease in Financial Current Assets	(53,112)	(97,732)
(Increase)/decrease in Non Financial Current Assets	3,574	(14,669)
Increase/(decrease) in Financial Current Liabilities	48,014	74,174
Increase/(decrease) in Non Financial Current Liabilities	(14,001)	11,612
(Increase)/decrease in Financial Non Current Assets	(753)	5,204
(Increase)/decrease in Non Financial Non Current Assets	(6,237)	(2,517)
Increase/(decrease) in Financial Non Current Liabilities	(1,215)	5,929
Increase/(decrease) in Non Financial Non Current Liabilities	6,571	3,758
Net cash generated from Operation before Tax	**33,439**	**27,141**
Advance Tax Paid	(4,230)	(3,779)
Net cash generated from Operating Activities before exceptional Item	**29,209**	**23,362**
Exceptional Item	2,436	2,172
Net cash generated from Operating Activities after exceptional Item	**31,645**	**25,533**
Cash Flow from Investing Activities		
Purchase of Tangible & Intangible Assets including CWIP	(27,236)	(32,505)
Capital Advances	(5,376)	-
(Increase)/decrease in Short term investment	12,380	(9,373)
Interest income received	4,477	5,034
Mutual fund income received	287	250
Subsidy/Advances received	-	(58)

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
(Increase)/Decrease in Term Deposit	7,773	28,422
Net cash used in Investing Activities	**(7,695)**	**(8,230)**
Cash Flow from Financing Activities		
Payment for Lease Liability of Right to Use Assets	(5,862)	(2,119)
Dividend paid	(9,146)	(9,146)
Net cash generated from / (used in) financing activities	**(15,008)**	**(11,265)**
Effect of exchange difference on translation of cash and cash equivalents	-	-
Net increase /(decrease) in cash and cash equivalents during the year	**8,942**	**6,039**
Cash and cash equivalents at the beginning of the year	30,804	24,765
Cash and cash equivalents at the end of the year	**39,746**	**30,804**

Material Accounting Policy Information and the accompanying notes referred to above form an integral part of financial statement (from Note No 1 to 59)

1. Cash and Cash Equivalents include the following Balance Sheet amounts (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with Banks		
Flexi Deposits (Original Maturity<= 3 Months)	2,858	2,355
Current Account	6,919	10,513
Collection Account	29,951	17,918
Imprest Account	18	18
Total	**39,746**	**30,804**

2. Other Bank Balances (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Earmarked Balances with Banks		
CSR Escrow Account**	115	86
Dividend Escrow Account**	77	3,233
Balances with Banks		
BG Margin Money Account*	1,174	160
Term Deposit (Original Maturity more than 3 Months but less than 12 Months)	24,299	18,355
Total	**25,665**	**21,834**

All balances with banks are with scheduled banks.

*BG Margin Money A/c represents deposit under lien for issuing Bank guarantee by bank.

** The said escrow accounts are for restricted use only.

Details of amount spent for year ended 31-March-2026 in relation to CSR activities out of the Budget for FY 2025-26 is mentioned below:

(₹ in Lakhs)

Particulars	Approved Budget	Amount yet to be paid
Construction/Acquisition of any asset		
On any other purpose	655	550
Total – A	**655**	**550**

Details of amount spent on CSR activities during the current year in relation to earlier years is given hereunder –

(₹ in Lakhs)

Particulars	Unspent amount as on 01.04.2025	Amount yet to be paid
Construction/Acquisition of any asset		
On any other purpose	386	115
Total -B	**386**	**115**

Disclosure as per Ind AS-116

(₹ in Lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Total cash outflow for leases	5,862	2,119

As per our report of even date attached

For M/s Lunawat & Co.
Chartered Accountants
FRN : 000629N

For and on behalf of the Board of Directors

Sd/-
CA Ramesh K Bhatia
(M. No : 080160)

Sd/-
J S Marwah
Company Secretary
(M. No. : F8075)

Sd/-
V Rama Manohara Rao
Director Finance
(DIN : 06689335)

Sd/-
Sanjai Kumar
Chairman & Managing Director
(DIN: 06923630)

Place : New Delhi
Date : April 30, 2026

Railtel Corporation of India Limited

Statement of Changes in Equity for the year ended March 31, 2026

A. EQUITY SHARE CAPITAL

For the year ended on 31-Mar-2026 (₹ in lakhs)

Balance as at 01.04.2025	Changes in Equity Share Capital due to Prior Period Errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31.03.2026
32,094	-	32,094	-	32,094

For the year ended on 31-Mar-2025 (₹ in lakhs)

Balance as at 01.04.2024	Changes in Equity Share Capital due to Prior Period Errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31.03.2025
32,094	-	32,094	-	32,094

B. OTHER EQUITY

For the year ended on 31-Mar-2026 (₹ in lakhs)

Particulars	Reserves and Surplus				Total
	General Reserve	Self Insurance Reserve	Retained Earnings		
Opening balance as on 1st April 2025	**60,000**	**849**		**1,07,019**	**1,67,868**
Profit for the year			34,632		
Other comprehensive Income/(Loss)			713		
Add: Total Comprehensive Income for the period ended 31st March 2026				**35,345**	**35,345**
Less: Final Dividend for FY 2024-25				(2,728)	**(2,728)**
Less: Interim Dividend-I for FY 2025-26				(3,209)	**(3,209)**
Less: Interim Dividend-II for FY 2025-26				(3,209)	**(3,209)**
Add/Less: Transfer to Self Insurance Reserve		180		(180)	-
Less: Transfer to General Reserve				**-**	**-**
Balance as at 31st March 2026	**60,000**	**1,029**		**1,33,038**	**1,94,067**
Interim Dividend Per Share for FY 2025-26					₹ 2/-
Final Dividend Per Share for FY 2024-25					₹ 0.85/-
Number of Shares used in Computing Dividend Per Share					32,09,38,407

For the year ended on 31-Mar-2025 (₹ in lakhs)

Particulars	Reserves and Surplus				Total
	General Reserve	Self Insurance Reserve	Retained Earnings		
Opening balance as on 1st April 2024	**60,000**	**686**		**89,944**	**1,50,630**
Profit for the year			29,981		
Other comprehensive Income/ (Loss)			(387)		
Add: Total Comprehensive Income for the year ended 31st March 2025				29,594	29,594
Less: Final Dividend for FY 2023-24				(5,937)	(5,937)
Less: Interim Dividend-I for FY 2024-25				(3,209)	(3,209)
Less: Interim Dividend-II for FY 2024-25*				(3,209)	(3,209)
Add/Less: Transfer to Self Insurance Reserve		163		(163)	-
Less: Transfer to General Reserve				-	-
Balance as at 31st March 2025	**60,000**	**849**		**1,07,019**	**1,67,868**
Interim Dividend Per Share for FY 2024-25					₹ 2/-
Final Dividend Per Share for FY 2023-24					₹ 1.85/-
Number of Shares used in Computing Dividend Per Share					32,09,38,407

* Pursuant to Regulation 30 and 42 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board of Directors have declared 2nd Interim dividend for FY 2024-25 at the rate of 10% of paid-up share capital (₹ 1/- per share). Further, the Board of Directors has also approved Wednesday, 02nd April 2025 as "Record Date" for the purpose of payment of 2nd interim dividend of FY 2024-25.

Material Accounting Policy Information and the accompanying notes referred to above form an integral part of financial statement (from Note No 1 to 59)

As per our report of even date attached
For M/s Lunawat & Co.
Chartered Accountants
FRN : 000629N

For and on behalf of the Board of Directors of RailTel Corporation of India Limited

Sd/-
CA Ramesh K Bhatia
(M. No : 080160)

Sd/-
J S Marwah
Company Secretary
(M. No. : F8075)

Sd/-
V Rama Manohara Rao
Director Finance
(DIN : 06689335)

Sd/-
Sanjai Kumar
Chairman & Managing Director
(DIN: 06923630)

Place : New Delhi
Date : April 30, 2026

Material Accounting Policy Information

Notes forming part of Financial Statements

Note No. – 1

A. Corporate Information

RailTel Corporation of India Limited ('the Company') incorporated in India on 26th September 2000 is a public sector undertaking. The company is promoted by and is under administrative control of Ministry of Railways. The Registered office and Corporate Office of the Company is situated at Plate-A,6th Floor, Office Block Tower-2, East Kidwai Nagar, New Delhi-110023.

RailTel Corporation a "Navratna" PSU is one of the largest neutral telecom infrastructure providers in the country owning a Pan-India optic fibre network on exclusive Right of Way (ROW) along Railway track. The OFC network covers all important towns & cities of the country and several rural areas covering 70% of India's population. RailTel with strong nationwide presence is committed to bring cutting edge technology and offer innovative services to the Indian Telecom market. RailTel is in the forefront in providing nationwide Broadband Telecom & Multimedia Network in all parts of the country in addition to modernization of Train operations and administration network systems. With its Pan India high capacity network, RailTel is working towards creating a knowledge society at various fronts.

1. Main objective of the company is-

i. To facilitate Railways in expeditiously modernizing their operation and safety systems and network by providing state of art communication infrastructure.

ii. To plan, build, develop, operate and maintain a nationwide broadband telecom and multimedia network to supplement national telecom infrastructure to spur growth of telecom, broadband and IT enabled value-added services in all parts of country especially rural, remote and backward areas.

iii. To generate revenue through commercial exploitation of its telecom network.

2. RailTel Corporation of India Limited is having following operations: -

a. Telepresence Services - RailTel offers enterprise class Full High Definition (HD) & secure multi-point managed video conferencing service that enables users a virtual, face to face meeting experience.

b. Data Centre Services - RailTel has its own Data Centres at Secunderabad and Gurugram.

c. Retail Broadband - Rail Wire is a retail Broadband initiative of the RailTel.

d. Leased Line Service

e. Virtual Private Network Service

f. Internet Leased Line Service

g. Rack and Space Collocation Service

h. Tower Co-location Service

i. Project Execution

3. Govt. of India offered for sale 8,71,53,369 equity shares of face value of ₹ 10/- each at a premium of ₹ 84/- per share through Initial Public Offer. The entire equity shares of the Company were listed on BSE limited and National Stock Exchange of India Limited on 26th February' 2021. The proceeds of the disinvestment have been realised by Govt. of India.

B. Material Accounting Policy Information as per Ind-AS

1. Basis for Preparation of financial statement

The Financial Statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act'), read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, and the relevant amendments issued thereafter. The statements follow the **historical cost convention on an accrual basis with going concern assumption**, except for certain financial instruments which are measured at fair value, and also comply with the applicable provisions of the Act and the guidelines issued by the Securities and Exchange Board of India (SEBI).

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing IND AS requires a change in the accounting policy hitherto in use. The material accounting policy information used in preparation of the audited financial statements have been discussed in the respective notes.

These financial statements are presented in Indian Rupees (₹) and all amounts are rounded to the nearest lakhs, except as stated otherwise.

2. Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting year. Examples of such estimates include estimates of expected costs to be incurred to complete contracts, provision for doubtful debts, future obligations under employee retirement benefit plans and estimated useful life of fixed assets. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the year in which the results are known / materialize.

The estimates and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimate is revised if the estimate affects only that year or in the year of the revision and future years, if the revision affects both current year and future years.

2A. Critical Accounting Estimates and Management Judgements

In application of the accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant.

Information about significant areas of estimation, uncertainty and critical judgements used in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is stated here under:

Property, Plant and Equipment (PPE)

The residual values and estimated useful life of PPEs, Intangible Assets and Investment Properties are assessed by the technical team at each reporting date by taking into account the nature of asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement and maintenance support. Upon review, the management accepts the assigned useful life and residual value for computation of depreciation/amortisation. Also, management judgement is exercised for classifying the asset as investment properties or vice versa.

Current tax

Calculations of income taxes for the current period are done based on applicable tax laws and management's judgement by evaluating positions taken in tax returns and interpretations of relevant provisions of law.

Deferred Tax Assets

Significant management judgement is exercised by reviewing the deferred tax assets at each reporting date to determine the amount of deferred tax assets that can be retained/ recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Fair value

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Impairment of Trade Receivables

The impairment assessment for trade receivables are done based on assumptions about risk of default and expected loss . The assumptions, selection of inputs for calculation of impairment are based on management judgement considering the past history, market conditions and forward looking estimates at the end of each reporting date.

Impairment of Non-financial assets (PPE)

The impairment assessment of non-financial assets is determined based on estimation of recoverable amount of such assets. The assumptions used in computing the recoverable amount are based on management judgement considering the timing of future cash flows, discount rates and the risks specific to the asset.

Defined Benefit Plans and Other long term employee benefits

The cost of the defined benefit plan and other long term employee benefits, and the present value of such obligation are determined by the independent actuarial valuer. An actuarial valuation involves making various assumptions that may differ from actual developments in future. Management believes that the assumptions used by the actuary in determination of the discount rate, future salary increases, mortality rates and attrition rates are reasonable. Due to the complexities involved in the valuation and its long term nature, this obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities could not be measured based on quoted prices in active markets, management uses valuation techniques including the Discounted Cash Flow (DCF) model, to determine its fair value The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is exercised in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Provisions and contingencies

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore vary from the figure estimated at end of each reporting period.

3. Inventory

Inventories are valued at the lower of cost and the estimated net realizable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale.

The Company provides for obsolete and slow-moving inventory based on management estimates of the usability of inventory.

Net Realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

4. Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

5. Property Plant and Equipment's (PPE)

a) Property plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing cost for long term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced in intervals, the company recognizes such parts as separate component of assets with specific useful lives and provides depreciation over their useful life. Subsequent costs are included in the assets carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repair and maintenance costs are recognized in profit or loss as incurred.

b) Assets are recognized as tangible assets or intangible assets if provisional acceptance certificate has been issued or company has started offering services from these tangible or intangible assets.

c) Where assets are installed on the premises of the customers (commonly called customer premise equipment –'CPE') such assets continue to be treated as PPE as the associated risks and rewards remain with the company and the management is confident of exercising control over them, expenses on such assets are treated as retrievable expenses (returnable item of assets after the decommissioning of link) and a depreciation of 100% may be charged on all these assets.

d) All the non-retrievable expenses (Used only once and cannot be returned back from the customer premises) may be charged as expenses to Statement of profit & loss in the year of commissioning of services.

e) Gain and losses arising from retirement or disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit & loss on the date of retirement or disposal.

f) Advance paid towards acquisition of fixed assets and cost of assets not put to use before the year end, are disclosed as other non-current assets.

g) Fixed assets under construction and cost of assets not put to use before the year end, are disclosed as capital work in progress.

h) Freehold land is not depreciated. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at each Balance Sheet date or whenever there are indicators for review.

i) Assets are depreciated to the residual value on a straight-line basis over the estimated useful lives. The assets residual values and useful lives are reviewed at each financial year end or whenever there are indicators for review and adjusted prospectively..

Sr No	Name of Assets	Main asset/ Component	Useful life of assets
1	OFC & Related Assets	Main Assets	18 Year. 5.28%
2	Leasehold Land/Flats	Main Assets	Period of Lease
3	Leasehold Building	Main Assets	Period of Lease
4	Building- RCC Structure (On Railway Land)	Main Assets	60 Years
5	Freehold Building	Main Assets	60 Years, 1.67%
6	Leasehold Improvements	Main Assets	Period of lease
7	Prefabricated Building	Main Assets	15 Year 6.67%
8	Computer	Main Assets	3 Year 31.67%
9	Office Equipment's	Main Assets	5 Year 19%
10	Software-ERP	Main Assets	5 Year with 20%
11	Furniture	Main Assets	10 Year 9.5%
12	Licenses	Main Assets	Period of license
13	ERP Hardware	Main Assets	6 Year 15.83%
14	Vehicle	Main Assets	8 Year 11.875%
15	Temporary Fixtures	Main Assets	Fully Depreciated
16	Telecom Equipment's	Main Assets	8 Year. 12.5%
17	Last Mile/Access Equipment's	Main Assets	8 Year. 12.5%
	Radio/Access Switches	Component	3 Year 33.33%
18	Power Plant Equipment's	Main Assets	8 Year. 12.5%
	Battery	Component	5 Year. 20%
19	Data Centre	Main Assets	8 Year. 12.5%
	Data Centre infrastructure	Component	13 Year. 7.31%
20	Other Infrastructure	Main Assets	8 Year. 12.5%
	Data Network	Main Assets	8 Year. 12.5%

6. Intangible Assets

a) Identifiable intangible assets are recognized when the Company controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

b) At initial recognition, the separately acquired intangible assets are recognized at cost. Following initial recognition, the intangible assets are accounted at cost less any accumulated amortization & accumulated impairment loss, if any.

c) Amortization is recognized in the statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets from the date they are available for use. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

i. Software-Software is capitalized at the amounts paid to acquire the respective license for use and is amortized over the period of license, generally not exceeding three years. Software costing up to rupees five lakh which has independent use is amortized over a period of twelve months from the date of place in service.

ii. Licenses-Acquired licenses are initially recognized at cost. Subsequently, licenses are measured at cost less accumulated amortization and accumulated impairment loss, if any. Amortization is recognized in the statement of profit and loss on a straight-line basis over the unexpired period of the license commencing from the date when the related network is available for intended use in the respective jurisdiction. Spectrum charges paid to DoT is charged to Statement of Profit & Loss on straight line basis over the period of use.

d) IPv4 Licenses procured by the Company are considered intangible assets with a perpetual useful life. These licenses are not subject to amortization. Impairment testing of the licenses is performed annually or when indicators of impairment exist, in accordance with Ind AS 36.

7. Impairment of Assets

The carrying amounts of assets are reviewed by management whenever events or changes in circumstances indicate that the carrying amount may not be recoverable (except intangible assets, for which testing to be done irrespective of whether there is an indication of impairment). An impairment loss is recognized whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The recoverable amount of an asset is the greater of its fair value less costs to sell and value in use. To calculate value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market rates and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash- generating unit to which the asset belongs. Fair value less costs to sell is the best estimate of the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal. Impairment losses, if any, are recognized in profit or loss as a component of depreciation and amortization expense.

An impairment loss is only reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortization, if no impairment loss had previously been recognized.

8. Leases

a. As a lessee

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-to-use asset or the end of the lease term. The estimated useful life of right-of-use asset is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments from a change in an index or rate. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use asset that do not meet the definition of investment property as a separate line item and lease liabilities in "other financial liabilities" in the Balance Sheet.

The Company has elected not to recognize right-of-use asset and lease liabilities for short term leases that have a lease term of 12 months or less, leases of low value assets and leases with no written agreement. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

b. As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all the risk and rewards incidental to the ownership of the underlying asset. If this is the case, then the lease is a finance lease, if not, then it is an operating lease. As part of the assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 "Revenue from contract with customers" to allocate the consideration in the contract.

The Company recognizes lease payments received under operating lease as income on a straight-line basis over the lease term as part of "Revenue from operations".

c. **Indefeasible Right to Use ('IRU')-**The Company enters into agreement for leasing assets (capacity) under "Indefeasible right to use" with third parties. Under the arrangement the assets are taken or given on lease over the substantial part of the asset life. However, the title to the assets and associated risks are retained by the lessor.

The contracted price is received in advance and is recognized as revenue during the tenure of the agreement. Unearned IRU revenue net of the amount recognizable beyond one year is disclosed as deferred revenue in other long term liabilities and the amount recognizable within one year is disclosed as deferred revenue in current liabilities.

Exchange of Network capabilities with other telecommunication service providers are recorded as monetary transactions and measured at the carrying amount of capacities relinquished, as these exchanges are for similar productive assets used to provide telecommunication services to customers.

9. Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and on hand, and other short term highly liquid deposits with bank, with an original maturity of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of Statement of Cash Flows, Cash and Cash Equivalents include outstanding Bank Overdraft shown within the borrowings in current Liabilities in Statement of Financial Position and which are considered an integral part of Company's cash management.

10. Government Grant

a. Government Grant related to acquisition of Fixed Assets is treated as 'Deferred Government Grant' and an amount equal to proportionate depreciation of such assets is credited to Statement of Profit and Loss.

b. Government Grant for the objective other than those related to acquisition of Fixed Assets is treated as 'Government Grant related to income'. Grant related to income are credited to statement of profit and loss as other operating income.

11. Revenue Recognition and Receivables

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Income from Telecom Services

Income from Telecom Services include incomes from National Long-Distance services, Internet Service, infrastructure provider services such as co-location, dark fiber, Tower Space etc. Service revenue also includes revenues associated with access and Inter connection for usage of the network of other operators. Corporation's performance Obligation in such kind of contracts is providing infrastructure bandwidth/connectivity as per the agreed norms. Since the customer simultaneously receives and consumed benefit provided by the Corporation's performance as the Corporation's performs, Corporation's transfer control of service overtime and, therefore, satisfies a performance obligation and recognizes revenue overtime. The Corporation uses output methods to recognize revenue as the output selected faithfully depict the Corporation's performance towards complete satisfaction of the performance obligation. Since the performance obligation is being satisfied directly in relation to time, the passage of time is the best output which would depict the satisfaction of the performance obligation. Generally, payment against provision of such services becomes due as per payment terms, and fixed transaction price as per contracts with customers, which is generally is on periodical basis. Warranties are commonly included in arrangements to sell services. They can be explicitly stated, required by law or implied based on the 'RCIL' customary business practices. The price of a warranty may be included in the overall purchase price or listed separately as an optional product. All the assurance type warranties are considered as part of primary performance obligation, while the service type warranties are considered as distinct performance obligation.

The determination of transaction price, its allocation to promised services and allocation of discount or variable consideration (if any) is done based on the contract with the customers. Penalties, if inherent in determination of transaction price, are considered as variable consideration. The transaction price is also allocated separately for the service type warranties.

Income from Projects

Income from Projects include laying of Optical Fiber Cable, installation of Network Operations Center, installation of Indoor/Outdoor Wireless Access Points, Load Balancer, Wi-Fi Access Controller, installation of software, chats, Anti-Virus, Fire walls etc. Corporation's performance obligation in such kind of contracts is installation, testing and commissioning of various equipment as per the agreed norms. Under this type of contract, generally assets are installed at customer's site. However, customer does not have ability to direct the use of, and obtain substantially all of the remaining benefits from, these assets unless they are connected to main server/data center or commissioned properly. Since the customer receives control of the goods and/or service after Successful commissioning of indented facilities, Corporation's transfer control of goods and/or service at a point in time and, therefore, satisfies a performance obligation and Recognizes revenue at a point in time. The Corporation uses output methods to recognize Revenue as the output selected faithfully depict the Corporation's performance towards Complete satisfaction of the performance obligation. Customer's acceptance of Commissioning report is the best output which would depict the satisfaction of the Performance obligation. Generally payment against provision of such contracts becomes due as per payment terms, and fixed transaction price as per contracts with customers, Which is generally is on milestone basis. Warranties are commonly included in such arrangements. They can be explicitly stated, required by law or implied based on the 'RICL' customary business practices. The price of a warranty may be included in the Overall purchase price or listed separately as an optional product. All the assurance type Warranties are considered as part of primary performance obligation, while the service Type warranties are considered as distinct performance obligation.

The determination of transaction price, its allocation to promised services and allocation of discount or variable consideration (if any) is done based on the contract with the customers. Penalties, if inherent in determination of transaction price, are considered as variable consideration. The transaction price is also allocated separately for the service type warranties.

The incremental costs that the Corporation incurs to obtain a contract with a customer that it Would not have incurred if the contract had not been obtained are recognized as an asset if its Recovery is expected and its amortization period is more than one year, all other such costs Are recognized as an expense in statement of profit and loss. The incremental cost recognized as an asset is amortized over the period till when such cost is expected to be recovered. Amount so recovered is recognized as revenue in statement of profit and loss.

Other Income

Other income is accounted for on an accrual basis except for claims (including insurance claims), supplementary claims, counter claims, interest on delayed payments, awards in favor of the Company, sale of tenders, premium on the sale of licenses, etc., which are accounted for on final settlement/realization."

Subsidy

Revenue from subsidy are accounted for on commissioning of specified projects, if the Entitlements can be estimated with reasonable assurance and conditions precedent to claim are fulfilled.

12. Uncollectible accounts receivable

Amounts due from debtors that have been outstanding, though fully provided, are evaluated on a regular basis by the management and are written off, if as a result of such evaluation, it is determined that these amounts will not be collected.

13. Unbilled Revenue

Unbilled revenue represent revenue recognized in respect of services provided from the last bill cycle date to the end of the reporting period. These are billed in subsequent periods as per the terms of the billing plans/ contractual arrangements.

14. License Fees – Revenue Share

The revenue-share is computed as per the licensing agreement at the prescribed rate and is expensed as incurred. As per the NLD and ISP license condition, company is required to share 8% of its adjusted gross revenue with Department of Telecommunication, the same is provided on the basis of adjusted gross revenue booked during the year. In addition, the company is also required to share 7% of its gross revenue with Indian Railways as per agreement between RailTel and Railways dated 21/09/2006. The same is provided for in the statement of profit & Loss account.

15. Employee Benefits

Employee benefits include provident fund, gratuity and compensated absences.

1. Defined contribution plans

a. Provident Fund: The Company's contribution to provident fund is considered as defined contribution plans and is charged as an expense as they fall due based on the amount of contribution required to be made. 12% of the Basic pay plus dearness allowance of employees and equal contribution of the corporation is contributed to provident fund maintained with the Regional Provident Fund Commissioner. Corporation's contribution to provident fund is charged to revenue.

b. Pension: Company has pension Scheme for its employees, under defined contribution plan Company will pay an amount equal to 10% of Basic pay+ DA of the eligible employees

2. Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each year end. Actuarial gains and losses are recognized in the Statement of Other Comprehensive Income in the year in which they occur. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise is amortized on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost.

i) Gratuity is payable on separation @15 days pay for each completed year of service to eligible employee, who rendered continuous service of 5 year or more. The gratuity celling of Rs 20 lakhs has been considered for actuarial valuation.

ii) Leave Encashment is payable on separation to eligible employee who have accumulated earned leave. Leave salary is provided for based on valuation, as balance sheet date, made by independent actuary.

iii) The Company has Post- Retirement Medical Scheme (PRMS) to provide assistance for meeting a part of medical expenses incurred by retired members only after their retirement for dependent family members and self and dependent family members of the ex-employee in case of death of the employee.

iv) Foreign Service Contribution payable for leave salary and pension in respect of employees who have joined the corporation on deputation for a fixed period from Indian Railways in terms of Government rules and regulations is charged to revenue on accrual basis.

3. Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the year in which the employee renders the related service. The cost of such compensated absences is accounted as under:

i) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

ii) in case of non-accumulating compensated absences, when the absences occur.

4. Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the year in which the employee renders the related service are recognized as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

16. Post Sales client support and warranties

The Company provides its clients with fixed period warranty for correction of errors and support on its fixed price product orders. Revenue for such warranty period is recognized in the year of sale itself with a corresponding provision for expenses likely to be incurred during the period of warranty.

17. Foreign exchange transactions

Foreign exchange transactions are recorded at the exchange rates prevailing at the date of transaction. Realized gains and losses on foreign exchange transactions during the year are recognized in the Statement of Profit and Loss. Monetary assets and monetary liabilities that are determined in foreign currency are translated at the exchange rate prevalent at the date of balance sheet. The resulting difference is recorded in the Statement of Profit & Loss.

18. Taxes

a) Current Income Tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

b) Deferred Tax

Deferred tax Asset/Liability is recognized on temporary differences calculated based on the Balance Sheet Approach being the differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purpose that accumulate over the period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all temporary differences. Deferred tax assets in respect of unabsorbed depreciation, carry forward of losses and unused tax credits are recognized to the extent it is probable that future taxable income will be available to realize such assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realizability.

19. Research and development

Revenue expenditure incurred on research and development is expensed as incurred. Capital expenditure incurred on research and development is capitalized as fixed assets and depreciated in accordance with the depreciation policy of the Company.

20. Earnings Per Share

The earnings considered in ascertaining the Company's Earnings per Share ('EPS') comprise the net profit after tax attributable to equity shareholders. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year. The weighted average number of equity shares outstanding during the year are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares).The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless impact is anti-dilutive.

21. Prior Period Expenses

Income/Expenditure relating to prior period, which do not exceed ₹ 2,00,000/- in each case, are treated as income/expenditure of current year.

22. Exceptional Item

Exceptional items are generally non-recurring item of income & expenses within profit & loss from ordinary activity which are of such size, nature or incidence that their disclosure is relevant to explain the performance of the company for the year.

23. Provisions and Contingencies

The Company recognizes a provision when there is a present obligation as a result of a past event and it is probable that it would involve an outflow of resources and a reliable estimate can be made of the amount of such obligation.

When the Company expects some or all of provision to be reimbursed, the reimbursement is recognized as a separate asset only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

If the effect of time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate the risks specific to the liability. Where discounting is used the increase in the provision due to the passage of time is recognized as finance cost.

A disclosure for a contingent liability is made at Fair Value where it is more likely than not that a present obligation or possible obligation may result in or involve an outflow of resources. When no present or possible obligation exists and the possibility of an outflow of resources is remote, no disclosure is made.

Contingent assets are not recognized in the financial statements.

24. Operating cycle

Based on the nature of services / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and noncurrent.

25. Dividend

Dividend distribution to the Company's shareholders is recognized as a liability in the company's financial statements in the period in which the dividends are approved by the Company's shareholders.

Interim dividend is provided for in the year of payment.

26. Asset Retirement Obligation

Asset retirement obligations (ARO) are provided for those operating lease arrangements where the Company has a binding obligation at the end of the lease period to restore the leased premises in a condition similar to inception of lease. ARO are settled obligation using discounted cash flows and are recognized as part of the cost of that particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is recognized in the income statement as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

27. Financial Instruments

A. Financial Instruments –

Initial Recognition and Measurement

Financial assets and financial liabilities are recognized in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and liabilities at initial recognition. All financial assets and liabilities are initially recognized at fair value, plus directly attributable transaction costs in case of financial assets and liabilities not at fair value through profit or loss. Financial assets and liabilities carried at fair value through profit or loss are initially recognized at fair value, and transaction costs are expensed in the statement of profit & loss. However, trade, receivables that do not contain a significant financing component are measured at transaction price.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the asset.

B. Financial Assets

1. Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

a. Financial assets are carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c. Financial assets at Fair Value through Profit or Loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

2. Derecognition

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

C. Financial Liabilities

1. Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss.

2. Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in Statement of Profit and Loss.

C. Other Accounting Policies

a. Non-current Assets (or disposal groups) held for Sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn and sale is expected within one year from the date of the classification. Disposal groups classified as held for sale are stated at the lower of carrying amount and fair value less costs to sell. Property, plant and equipment and intangible assets are not depreciated or amortized once classified as held for sale. Assets and liabilities classified as held for sale are presented separately in the Balance Sheet.

If the criteria stated by IND AS 5 "Non-current Assets Held for Sale and Discontinued Operations" are no longer met, the disposal group ceases to be classified as held for sale. Non-current asset that ceases to be classified as held for sale are measured at the lower of (i) its carrying amount before the asset was classified as held for sale, adjusted for depreciation that would have been recognized had that asset not been classified as held for sale, and (ii) its recoverable amount at the date when the disposal group ceases to be classified as held for sale.

b. Borrowing Costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. The interest cost incurred for funding a qualifying asset during the construction period is capitalized based on actual investment in the asset at the interest rate for specific borrowings. All other borrowing costs are expensed in the period they occur.

c. Basis for Preparation of Interim financial statement

The Interim financial statements of the Company have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 read with rule 3 of Companies (Indian Accounting Rules), 2015 (as amended). Accounting policies have been consistently applied except where a newly issued accounting standard, if initially adopted or a revision to an existing Ind AS requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised Ind AS on an ongoing basis. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

Notes to the Financial Statements for the year ended March 31, 2026

Note 2. Property Plant & Equipment

Following are the changes in Property, Plant & Equipment for the period ended 31.03.2026

(₹ in lakhs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	
Freehold Land	223	-			223	-	-			-	**223**
Free Hold Building	2,582	-			2,582	566	59			625	**1,957**
Building- RCC Structure (On Railway Land)	35	143			178	-	2			2	**176**
Prefabricated Building	1,361	-			1,361	1,321	8			1,329	**32**
Plant & Machinery	2,47,888	25,348			2,73,236	1,62,724	15,623			1,78,347	**94,889**
Leasehold Improvements	2,909	19			2,928	2,366	54			2,420	**508**
ERP Hardware	446	-			446	311	35			346	**100**
Computers	1,795	238	(50)		1,983	1,478	184	(44)		1,618	**365**
Furniture & Fixtures	631	152			783	419	41			460	**323**
Vehicles	19	-			19	18	-			18	**1**
Office Equipments	2,969	1,301	(41)		4,229	1,799	461	(29)		2,231	**1,998**
Total	**2,60,858**	**27,201**	**(91)**	**-**	**2,87,968**	**1,71,002**	**16,467**	**(73)**	**-**	**1,87,396**	**1,00,572**

Following are the changes in Property, Plant & Equipment for the year ended 31.03.2025

(₹ in lakhs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	
Freehold Land	223	-			223	-	-			-	**223**
Free Hold Building	2,582	35			2,617	507	59			566	**2,051**
Prefabricated Building	1,361	-			1,361	1,312	9			1,321	**40**
Plant & Machinery	2,18,206	29,682			2,47,888	1,49,122	13,602			1,62,724	**85,164**
Leasehold Improvements	2,909	-			2,909	2,305	61			2,366	**543**
ERP Hardware	446	-			446	275	36			311	**135**
Computers	1,650	179	(34)		1,795	1,290	217	(29)		1,478	**317**
Furniture & Fixtures	586	45			631	382	37			419	**212**
Vehicles	20	-		(1)	19	18	-			18	**1**
Office Equipments	2,683	300	(14)		2,969	1,422	384	(7)		1,799	**1,170**
Total	**2,30,666**	**30,241**	**(48)**	**(1)**	**2,60,858**	**1,56,633**	**14,405**	**(36)**	**-**	**1,71,002**	**89,856**

Notes to the Financial Statements for the year ended March 31, 2026

Note 3. Capital Work in Progress

(₹ in lakhs)

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
OFC Laying Works		1,629	796
MPLS, STM, Other Telecom Radio Equipment, Data Centre & OSS/BSS		4,877	9,796
Capital Stores lying at project site		1,199	1,591
Building		423	170
Others		7	18
Total		**8,135**	**12,371**

Note 4. Right of Use Assets

(₹ in lakhs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	
Building	18,919	2,976	(2,290)	-	19,605	6,214	1,304	(2,290)	-	5,228	**14,377**
Land	2,644	2,864	-	-	5,508	372	115	-	-	487	**5,021**
Telecom Assets	3,450	1,572	-	-	5,022	1,568	344	-	-	1,912	**3,110**
Vehicle	72	-	-	-	72	31	18	-	-	49	**23**
Total	**25,085**	**7,412**	**(2,290)**	**-**	**30,207**	**8,185**	**1,781**	**(2,290)**	**-**	**7,676**	**22,531**

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	
Building	17,386	1,761	-	(228)	18,919	5,050	1,164	-	-	6,214	**12,705**
Land	2,501	143	-	-	2,644	313	59	-	-	372	**2,272**
Telecom Assets	3,419	31	-	-	3,450	1,297	271	-	-	1,568	**1,882**
Vehicle	69	3	-	-	72	13	18	-	-	31	**41**
Total	**23,375**	**1,938**	**-**	**(228)**	**25,085**	**6,673**	**1,512**	**-**	**-**	**8,185**	**16,900**

Note 5. Intangible Assets

(₹ in lakhs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	As at 01.04.2025	Additions	Disposal	Transfer /Adj	As at 31.03.2026	
Licenses	561	1,402			1,963	381	31			412	**1,551**
Software	3,338	2,871			6,209	2,188	608			2,796	**3,413**
Total	**3,899**	**4,273**	**-**	**-**	**8,172**	**2,569**	**639**	**-**	**-**	**3,208**	**4,964**

Particulars	Gross Block					Depreciation/Amortisation					Net Block
	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	As at 01.04.2024	Additions	Disposal	Transfer /Adj	As at 31.03.2025	
Licenses	561	-			561	350	31			381	**180**
Software	2,332	1,006			3,338	1,945	243			2,188	**1,150**
Total	**2,893**	**1,006**	**-**	**-**	**3,899**	**2,295**	**274**	**-**	**-**	**2,569**	**1,330**

Notes to the Financial Statements for the year ended March 31, 2026

NON CURRENT ASSETS

Note 6. Other Non Current Financial Assets

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Security Deposits (Considered Good)	53.1	935	989
Retention Money	53.1	-	484
Bank Deposits with more than 12 Months Maturity			
Earmarked Balances with Banks			
Deposits with Banks for Ex-Gratia		85	85
Balances with Banks			
BG Margin Money (Remaining Maturity > 12 Months)*		252	25
Bank Term Deposit (Remaining Maturity > 12 Months)		-	7,773
Accrued Interest on Term Deposit - Non Current		43	312
Total		**1,315**	**9,668**

*BG Margin Money A/c represents deposit under lien for issuing Bank guarantee by bank.

Note 7. Deferred Tax Liabilities/(Assets) (Net)

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Deferred Income Tax Assets	43C		
Provision for Doubtful Debts		3,852	3,037
Expenditure to be allowed on payment basis u/s 43B of IT Act		1,042	824
Others		4,186	3,841
Total Deferred Income Tax Assets-I		**9,080**	**7,702**
Deferred Income Tax Liabilities			
Property Plant & Equipments, ROU & Intangible Assets		1,512	1,087
Others			
Total Deferred Income Tax Liabilities-II		**1,512**	**1,087**
Deferred Tax Assets (Net)		**7,568**	**6,615**

Notes to the Financial Statements for the year ended March 31, 2026

Note 8. Other Non Current Assets

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Capital Advances		5,376	-
Advances other than Capital Advances			
Prepaid Expenses		645	520
Advances recoverable in cash or in kind for value to be received		210	217
Less: Provision		(210)	-
Total		**6,021**	**737**

CURRENT ASSETS

Note 9. Inventories (Valued at lower of Cost or Net Realisable Value)

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Store and Spares (Consumables for O&M Work)	41	-	1
Total		**-**	**1**

Note 10. Investment (At fair value through Profit & Loss Account)

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Investments in Mutual Funds (Unquoted)		-	3,923
Total		**-**	**3,923**

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Aggregate amount of quoted investments		-	-
Market value of quoted investments		-	-
Aggregate amount of impairment in value of investments		-	-
Aggregate amount of unquoted investments		-	3,923
Cost of Investment in Unquoted		-	3,904

Notes to the Financial Statements for the year ended March 31, 2026

Note 11. Trade Receivables

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Considered Good - Secured	56.12	-	-
Considered Good - Unsecured		2,05,295	1,58,136
Telecommunication Business		1,28,724	33,131
Project works		76,571	1,25,005
Significant Increase in Credit Risk		14,256	12,031
Credit Impaired		-	-
		2,19,551	**1,70,167**
Less: Expected Credit Loss Allowance	53.3	(14,256)	(12,031)
Total		**2,05,295**	**1,58,136**

Trade receivables are neither due from directors or other officers of the company either severally or jointly with any other persons nor any trade receivables are due from firms or private company in which any director is partner or a director or a member.

Movement in Expected Credit Loss Allowance	Note No.	As at March 31, 2026	As at March 31, 2025
Opening Balance		12,031	9,840
Add: Additional provision during the year	53.3	2,436	2,416
Less: Actual bad debt written off out of provisions during the year		211	225
Closing Balance		**14,256**	**12,031**

Note 12. Cash and Cash Equivalents

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Balances with Banks			
Flexi Deposits (Original Maturity<= 3 Months)		2,858	2,355
Current Account		6,919	10,513
Collection Account		29,951	17,918
Imprest Account		18	18
Total		**39,746**	**30,804**

Note 13. Bank Balances other than Cash and Cash Equivalents

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Earmarked Balances with Banks			
CSR Escrow Account**		115	86
Dividend Escrow Account**		77	3,233
Balances with Banks			
BG Margin Money Account*		1,174	160
Term Deposit (Original Maturity more than 3 Months but less than 12 Months)		24,299	18,355
Total		**25,665**	**21,834**

*BG Margin Money A/c represents deposit under lien for issuing bank guarantee by bank.
**The said escrow accounts are for restricted use only.

Notes to the Financial Statements for the year ended March 31, 2026

Note 14. Loans and Advances

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Advances to Employee		58	34
Total		**58**	**34**

In the opinion of the management, the realisation value of loans and Security Deposits in the ordinary course of business, will not be less than the value at which these are stated as above.

Note 15. Other Current Financial Assets

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Unsecured, Considered good unless stated otherwise			
Accrued interest on term deposit		1,878	2,932
Term Deposit (Original maturity of more than 12 months but residual maturity less than 12 months)		12,317	26,718
Recoverable from Railways		321	321
Less: Provision		(259)	-
Unbilled Revenue	56.12	89,833	81,475
Less: Loss Allowance for Unbilled Revenue		(38)	(37)
EMD Deposited		2,136	1,327
Less: Provision		(34)	-
Security Deposit		2,635	4,828
Less: Provision		(39)	-
Total		**1,08,750**	**1,17,564**

Note 16. Current Tax Assets (Net)

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Income Tax/TDS		854	858
Total		**854**	**858**

Note 17. Other Current Assets

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Advances other than Capital Advances			
Advances recoverable in cash or in kind for value to be received		13,590	8,288
Indirect Tax Credit Available		28,019	24,596
Prepaid expenses		810	476
Advance Indirect Tax		3,903	5,595
Others			
Fund Assets for Defined Retirement Plans		261	3
Project WIP		4,673	5,437
Others		756	1,095
Less: Provision		(486)	-
Total		**51,526**	**45,490**

Notes to the Financial Statements for the year ended March 31, 2026

Note 18. Equity Share Capital

(₹ in lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
18.1 Authorized		
1,05,00,00,000 equity shares of ₹ 10/- each	1,05,000	1,05,000
18.2 Issued, Subscribed and Fully Paid-Up		
1,50,00,007 equity shares of ₹ 10/- each (in Cash)	1,500	1,500
30,59,38,400 equity shares of ₹ 10/- each (in consideration other than cash)	30,594	30,594
Total	**32,094**	**32,094**

18.3 Reconciliation of Number of Equity Shares

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	₹ In Lakhs	No. of Shares	₹ In Lakhs
Opening Balance	32,09,38,407	32,094	32,09,38,407	32,094
Closing Balance	32,09,38,407	32,094	32,09,38,407	32,094

Structure of Shares as above remain unchanged during last five years and no bonus share are issued since incorporation of the Company.

18.4 Right, Preference and restriction attached to equity shares

The equity share are the only class of Share capital having par value of ₹ 10/- per share. Every holder of equity share present at a meeting in person on or by a proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Equity share carry voting right proportionate to the paid up value per share. In the event of liquidation of the company, holders of the equity share are entitled to be repaid the amounts credited as paid up on those equity share. All surplus assets after settlement of liabilities as at the commencement of winding up shall be paid to the holders of equity share in proportion of their shareholding.

18.5 Number of share held by shareholders holding (as per the register of shareholders) more than 5% of aggregate shares in the Company

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	Shareholding %	No. of Shares	Shareholding %
President of India acting through Ministry of Railways*	23,37,85,038	72.84%	23,37,85,038	72.84%

18.6 Share held by promotor shareholder

Promotor Name	As at 31st March 2026		% change during the year
	No. of Shares	Shareholding %	
President of India acting through Ministry of Railways*	23,37,85,038	72.84%	-

Notes to the Financial Statements for the year ended March 31, 2026

Promotor Name	As at 31st March 2025		% change during the year
	No. of Shares	Shareholding %	
President of India acting through Ministry of Railways*	23,37,85,038	72.84%	-

18.7 Aggregate number of shares issued for consideration other than cash in last five years - NIL

*The President of India acting through the Ministry of Railways has disinvested 8,71,53,369 equity shares of the company of face value of ₹ 10/- each by way of initial public offering through an offer for sale. The equity shares of the company were listed on the stock exchanges (i.e. BSE Limited ("BSE") and National Stock Exchange of India Ltd. ("NSE") w.e.f. 26.02.2021.

NOTE 19. Other Equity (Refer Statement for Changes in Equity)

(₹ in lakhs)

Particulars	As at 31st March 2026		As at 31st March 2025	
Reserve & Surplus				
General Reserve		**60,000**		**60,000**
Opening Balance	60,000		60,000	
Transfer	-		-	
Closing Balamce	60,000		60,000	
Self Insurance Reserve		**1,029**		**849**
Opening Balance	849		686	
Transfer from Retained Earnings	180		163	
Closing Balance	1,029		849	
Retained Earnings		**1,33,038**		**1,07,019**
Opening Balance	1,07,019		89,944	
Total Comprehensive Income for the year	**35,345**		**29,594**	
Profit for the Year	*34,632*		*29,981*	
Other Comprehensive Income/ Loss (OCI)	*713*		*(387)*	
Interim Dividend-I (FY 2024-25)			(3,209)	
Interim Dividend-II (FY 2024-25)			(3,209)	
Final Dividend (FY 2023-24)			(5,937)	
Interim Dividend-I (FY 2025-26)	(3,209)			
Interim Dividend-II (FY 2025-26)	(3,209)			
Final Dividend (FY 2024-25)	(2,728)			
Transfer to Self Insurance Reserve	(180)		(163)	
Closing Balance	**1,33,038**		**1,07,019**	
Total		**1,94,067**		**1,67,868**

Notes to the Financial Statements for the year ended March 31, 2026

NON CURRENT LIABILITIES

Note 20. Lease Liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Lease Liabilities	55	5,484	3,525
Total		**5,484**	**3,525**

Note 21. Other Non Current Financial Liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Unsecured			
Security Deposit	53.2	298	610
Retention Money	53.2	6,234	7,358
Total		**6,532**	**7,968**

Note 22. Other Non Current Liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Advances			
Deferred Revenue and Advance from Customers*		2,445	2,224
Advances for VSS Project		12,977	6,530
Others			
Deferred Revenue from Government Grant	46		
NE 1 & NE 2		1,489	1,800
Rural WiFi		2	162
Total		**16,913**	**10,716**

*Deferred Revenue include advance income against IRU lease for providing telecom services under licenses taken from DoT.

Note 22A. Provisions

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Provisions for Employee Benefits	45		
Gratuity & Leave Encashment		768	866
Total		**768**	**866**

Notes to the Financial Statements for the year ended March 31, 2026

CURRENT LIABILITIES

Note 23. Trade Payables

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Total Outstanding dues of Micro and Small Enterprises	56.12	37,761	20,629
Total Outstanding dues other than Micro and Small Enterprises	56.12		
Revenue Share Payable to Indian Railway		4,603	4,235
Towards purchase of Goods and Services		1,24,497	1,17,900
Amount Payables to DoT		556	211
Total		**1,67,417**	**1,42,975**

Note 24. Lease Liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Lease Liabilities	55	888	929
Total		**888**	**929**

Note 25. Other Current Financial liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Unpaid Dividend*		28	3,233
Security Deposits	53.2	7,258	5,306
Retention Money	53.2	69,879	48,925
EMD Payable		5,139	3,377
Bank Guarantee Deductions		4,167	2,058
Total		**86,471**	**62,899**

*Unpaid Dividend includes the amounts which have either not been claimed by the investors or are on hold pending formalities pursuant to investors' claims etc.

Note 26. Other Current Liabilities

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Revenue Received in Advance			
Deferred Revenue and Advance from Customers*		38,395	49,776
Advance for Railway Deposits		4,295	5,722
Deferred Revenue from Government Grant	46		
NE 1 & NE 2		268	162
Rural WiFi		147	167
Others			
Payable to others		20,248	22,690
Total		**63,353**	**78,517**

*Deferred Revenue include advance income against IRU lease for providing telecom services under licenses taken from DoT.

Notes to the Financial Statements for the year ended March 31, 2026

Note 27. Provisions

(₹ in lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Provisions for Employee Benefits	45		
Post Retirement Medical Benefit		-	389
Pension		6	6
Gratuity & Leave Encashment		711	553
Performance Related Pay		4,132	3,273
Others			
Provision for Income Tax		4,079	3,458
Provision- Others		85	85
Total		**9,013**	**7,764**

Note 28. Revenue from operations

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Income from Telecom Services			
NLD Services		63,979	62,161
ISP Services		45,184	43,703
IP-1 Services			
Dark Fibre		5,029	4,524
Tower		5,899	5,373
ICT Revenue			
Data Centre		20,229	12,749
Others		8,869	6,583
Other Operating Revenue		880	1,160
Income from Projects			
Railways Project Works		50,309	50,812
Other Projects		2,27,370	1,60,685
Total		**4,27,748**	**3,47,750**

Notes to the Financial Statements for the year ended March 31, 2026

Note 29. Other income

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Interest Income			
Interest Income on deposits with Bank		3,154	4,921
Interest on Income Tax Refunds		-	373
Other Non Operating Income			
Miscellaneous Income		1,364	1,038
Income on Mutual Funds		268	250
Gain on Fair Valuation of Mutual Funds		-	19
Total		**4,786**	**6,601**

Note 30. Finance Income

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Discounting Impact of Liability for FY 2025-26		1,315	
Discounting impact of Liability for FY of 2024-25		(1,086)	1,086
Discounting Impact of Liability for FY 2023-24			(333)
Total		**229**	**753**

Note 31. Access & Other Charges

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Operation & Maintenance of Fiber & Equipment		17,964	15,683
Hire Charges Radio Modem/Optic Fibers and Internet Access		10,906	10,889
Railwire Expenses		22,852	21,703
Power & Fuel Expenses on network		4,103	4,484
Revenue Share to Railways	56.3	4,603	4,235
Total		**60,428**	**56,994**

Note 32. License fee to DoT

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Licence Fee to DoT (Revenue Share)	56.3	9,160	9,952
Total		**9,160**	**9,952**

Notes to the Financial Statements for the year ended March 31, 2026

Note 33. Expenses on Project

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Expenses on Railway Projects		46,773	46,942
Expenses on Projects (Other Than Railway)		2,12,190	1,49,266
Allocation of Employee Benefit Expenses	34	5,179	3,924
Allocation of Administrative & Other Expenses	35	2,590	1,962
Total		**2,66,732**	**2,02,094**

Note 34. Employee Benefits Expenses

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Salaries & Wages		24,915	23,184
Contribution to Provident fund		1,089	1,020
Contribution to Pension		742	692
Less: Allocation of Expenses to Projects	56.4	(5,179)	(3,924)
Total		**21,567**	**20,972**

Note 35. Administrative & Other Expenses

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Auditor's Remuneration	35.1	48	43
Books & Periodicals		6	6
Communication Expenses		129	117
Conveyance Expenses		82	54
Bank Charges & Commission		130	120
Legal & Professional Expenses		1,107	788
Insurance		30	30
Rates & Taxes		473	573
Rent		582	757
Repair & Maintenance - Others		895	658
Tender Expenses		81	81
Training & Recruitment Expenses		142	83
Travelling Expenses		849	685
Printing & Stationary Expenses		106	88
Vehicle Hire charges		617	550
Business promotion Expenses		610	345
Office Maintenance Expense		722	150
Other Miscellaneous Expenses		508	642
Provision for Doubtful Recovery		1,011	-
Loss on sale of Fixed Assets		14	9
Loss on foreign Exchange transactions		8	1
Less:- Allocation of Expenses to Project	56.4	(2,590)	(1,962)
Total		**5,560**	**3,818**

Notes to the Financial Statements for the year ended March 31, 2026

Note 35.1. Auditor's Remuneration

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Statutory Auditors	35		
Statutory Audit Fee		34	29
Tax Audit Fee		6	6
Limited Review		8	8
Auditor's Remuneration- Total		**48**	**43**

Note 36. Depreciation, Amortisation and Impairment

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation on Tangible Assets	44	16,468	14,554
Charge over Right of Use	4, 55	1,781	1,512
Amortisation on Intangible Assets	44	640	124
Impairment on CWIP Assets (NE Project)	50	-	1,850
Total		**18,889**	**18,040**

Note 37. Finance Expenses

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Discounting Impact of Assets for FY 2025-26		536	
Discounting Impact of Assets for FY 2024-25		(526)	526
Discounting Impact of Assets for FY 2023-24			(516)
Finance charge - Interest Cost Unwinding of Lease Liabilities		368	301
Total		**378**	**311**

Note 38. Tax Expenses

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Current Tax	43		
Current Tax (Income Tax)		13,242	12,145
Tax impact of earlier Years		38	138
Deferred Tax		(954)	(2,086)
Total		**12,326**	**10,197**

Notes to the Financial Statements for the year ended March 31, 2026

Note 39. Other comprehensive income(OCI)

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Items that will not be reclassified to Profit & Loss			
Remeasurement gain/(losses) on defined benefit plans		964	(495)
Return on plan assets excluding amounts included in interest income		(11)	(22)
Income tax relating to item that will not be reclassified to Profit & Loss		(240)	130
Other comprehensive income/(Loss)		**713**	**(387)**

Note 40. Exceptional Items

(₹ in lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
Provision for Expected Credit Loss		2,436	2,172
Total		**2,436**	**2,172**

Para-wise disclosure of Applicable Indian Accounting Standards are as below:

41 Indian Accounting Standard (Ind AS) 2, Disclosure on Inventories

Inventories are carried at lower of Cost and Net Realisable Value (NRV)

Carrying amount of Inventory at the year end is given below:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Store and Spares	-	1

There is no reversal or any write-down that is recognized as a reduction in the amounts of inventories recognized as expense in the year and presented in cost of sales.

Nothing out of carrying amounts of inventories has been pledged as security for liabilities.

42 Indian Accounting Standard (Ind AS) 8, Disclosure on Accounting Policies, Changes in Accounting Estimates And Errors

Any item of prior period error which exceeds 1% of revenue from operations is considered for materiality test which is in accordance with Schedule III of the Companies Act 2013. Accordingly, in compliance with Ind AS-8, there is no need to re-state financial statements of prior period, since prior period errors are not material in nature.

43 Indian Accounting Standard (Ind AS) 12, Disclosure on Income Taxes

The company chose to utilize the option available under Section 115BAA of the Income Tax Act, 1961, as introduced by the Government of India through the Taxation Laws (Amendment) Act, 2019. Consequently, a corporate tax rate of 25.168% (comprising 22% income tax, 10% surcharge, and 4% health and education cess) has been applied for tax provisions and the calculation of deferred tax assets/liabilities in the financial records.

A. Income Tax Expense in the Statement of Profit & Loss comprises:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Income Tax Expense		
- Current Tax	13,242	12,145
- Earlier Years (net)	38	138
Sub Total	**13,280**	**12,283**
Tax on Other Comprehensive Income (OCI)	240	(130)
Sub Total	**13,520**	**12,153**
Deferred Tax	(954)	(2,086)
Total	**12,566**	**10,067**

B. Reconciliation between the average effective tax rate and the applicable tax rate –

Effective tax rate is generally influenced by various factors, including differential tax rates, non-deductible expenses, provisions, and other tax deductions.

(₹ in lakhs)

Particulars	As at 31.03.2026		As at 31.03.2025	
	(In %)	(In ₹ Lakhs)	(In %)	(In ₹ Lakhs)
Profit Before Tax		**46,958**		**40,178**
Applicable Tax Rate	25.17%	11,818	25.17%	10,113
1. Tax effect of income that are not taxable in determining taxable profit	-0.21%	(97)	-0.52%	(211)
2. Tax effect of expenses that are not deductible in determining taxable profit	6.22%	2,923	7.37%	2,962
3. Tax effect on previous years disallowances	-2.49%	(1,167)	-2.12%	(850)
4. Tax effect of additional deductions	0.01%	5	0.00%	-
Average Effective Tax	**28.71%**	**13,482**	**29.90%**	**12,015**

C. Tax effects of significant temporary differences that resulted in deferred income tax asset and liabilities are as follows:

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Income Tax Assets		
Provision for Doubtful Debts	3,852	3,037
Expenditure to be allowed on payment basis u/s 43B of IT Act	1,042	824
Others	4,186	3,841
Total Deferred Income Tax Assets-I	**9,080**	**7,702**
Deferred Income Tax Liabilities		
Property Plant & Equipments, ROU & Intangible Assets	1,512	1,087
Others	-	-
Total Deferred Income Tax Liabilities-II	**1,512**	**1,087**
Deferred Income Tax Asset after set off	**7,568**	**6,615**
Deferred Income Tax Liability after set off	**-**	**-**

Significant management judgement is exercised by reviewing the deferred tax assets at each reporting date to determine the amount of deferred tax assets that can be retained/ recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

44 Indian Accounting Standard (Ind AS) 16, Disclosure on Property, Plant & Equipment & Indian Accounting Standard (Ind AS) 38, Disclosure on Intangible Assets

1 The depreciation / amortization has been charged at the straight-line method.

2 Company assessed the impairment of Assets and is of the opinion that since the Company is going concern and no indication exist for the impairment of the PPE except in case of NE project for which disclosure is given under Ind AS-36.

3 The useful life of all the PPE / Intangible Assets have been defined in the accounting policies.

4 The company has procured IPv4 Licenses having perpetual life. Based on impairment testing as on 31.03.2026, there is no indication of impairment of said licenses.

5 A reconciliation of the carrying amount at the beginning and end of the period is as per Note No. 2 & 5 of Balance Sheet.

6 No assets have been classified as held for sale in accordance with Ind AS 105.

7 Company has not revalued its property, plant & Equipment (including right of use assets).There is no increase or decrease on account of impairment loss recognized or reversed in other comprehensive income in accordance with Ind AS 36.

8 For capital expenses incurred on Assets not owned by the company refer note 56.13 (a) of Balance Sheet.

9 There is no obsolete asset which has been so far held under CWIP/Fixed Asset.

10 Depreciation / amortization on all the PPE / Intangible assets have been disclosed separately.

11 There is no restriction on title of PPE / Intangible Assets, and nothing has been pledged as security and liability.

12 The amount of contractual commitment for acquisition of PPE is ₹ 34539 lakhs (March'25 – ₹ 31153 Lakhs).

13 There is no amount to be received on account of compensation from third party for items of PPE / Intangible assets that were impaired, lost or given to Company that is to be recognized in the statement of profit & Loss account.

14 Entire depreciation / amortization has been recognized in the statement of Profit & Loss account; nothing has been charged to cost of other assets. Accumulated depreciation at the end of the year has been shown separately.

15 There are no temporarily idle PPE / intangible assets.

16 Assets of Gross Carrying Value of ₹ 80733 Lakhs (FY25- 75684 Lakhs) have been fully depreciated, but still are in use.

17 During the reporting year Assets having Net Book Value of ₹ 18 Lakh (Gross Book Value 91 Lakhs) has been retired with sale proceeds of ₹ 4 Lakh and loss of Rs 14 lakh has been booked.

18 In the following asset category, depreciation is charged at different rates as compare to the rates prescribed in part C of Schedule II of the Companies Act'2013 on the basis of useful life determined by technical committee:

SN	Assets Category	Useful life as specified in Part C of schedule II	Useful life as per company's policy
1	Prefabricated Building	RCC 60 years and others 30 years	15 Years
2	Temporary Structure	3 Years	Fully Depreciated
3	Telecom Equipment's	13 Years	8 Years
4	Last Mile/Access Equipment's	13 Years	8 Years
5	Data Centre	13 Years	8 Years
6	Leasehold Improvements	Over the lease Period	Over the lease Period or 10 years when there is no lease agreement

45 Indian Accounting Standard (Ind AS) 19, Disclosure on Employee Benefits

Employee Benefits – Defined Contribution Plan

National Pension Scheme

RailTel pays an amount equal to 10% of Basic pay+ DA of the eligible employees in National pension scheme. Amount for FY 2025-26 is ₹ 742 Lakhs.

Provident Fund

All employees of the Company (excluding those on deputations) are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and employer make monthly contribution to the plan at a pre-determined rate (presently 12%) of the employees' salary consisting of Basic pay and Dearness allowance. These contributions are made to the fund administered and managed by Provident Fund Commissioner. The contributions of PF of the employee on deputation are made to the funds of their parent department. Amount for FY 2025-26 is ₹ 1089 Lakhs.

Employee Benefits – Defined Benefit Plan

Gratuity

The Company has scheme of gratuity plan for its employees from LIC. Every employee who has completed at least five years of service are entitled for gratuity at the time of relinquishment of employment for 15 days of last drawn salary for each completed year of service. The scheme is funded through LIC in the form of qualifying insurance policy for its employees except outsourced Manpower..

Leave Encashment

The Company has scheme of Leave Encashment payable to eligible employees who have accumulated earned leave subject to maximum ceiling of 300 earned leave including half pay leave. Leave salary is provided for based on actuarial valuations, as at the Balance Sheet date. The scheme is funded through LIC.

Post-Retirement Medical

The Company has Post-Retirement Medical Scheme (PRMS) to provide assistance for meeting a part of medical expenses incurred by retired members only after their retirement for dependent family members and self and dependent family members of the ex-employee in case of death of the employee. Post-Retirement Medical is provided for based on actuarial valuations, as at the Balance Sheet date. The following tables summaries the components of net benefit expense recognized in the statement of profit and loss and the funded status and amounts recognized in the Balance Sheet for the above defined benefit plan.

Gratuity & Leave Encashment

₹ in lakhs)

Table 1: Assets and Liabilities	Gratuity		Leave Encashment	
Particulars	**31-Mar-26**	**31-Mar-25**	**31-Mar-26**	**31-Mar-25**
Defined Benefit Obligation	5,019	4,531	3,895	3,622
Fair Value Of Plan Assets	3,676	3,112	3,759	3,625
Effect of Assets Ceiling if any	-	-		
Net Liability (Asset)	**1,343**	**1,419**	**136**	**-3**

(₹ in lakhs)

Table 2: Bifurcation Of Liability	Gratuity	Leave Encashment
Particulars	**31-Mar-26**	**31-Mar-26**
Current Liability	575	136
Non-Current Liability	768	-
Net Liability (Asset)	**1,343**	**136**

(₹ in lakhs)

Table 3: Income/Expenses Recognized during the period	Gratuity		Leave Encashment	
Particulars	**31-Mar-26**	**31-Mar-25**	**31-Mar-26**	**31-Mar-25**
Employee Benefit Expense	942	516	165	236
Other Comprehensive Income	-571	296	-	-

(₹ in lakhs)

Key Assumptions	Gratuity		Leave Encashment	
Particulars	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25
Discount Rate	7.35% p.a.	6.85% p.a.	7.35% p.a.	6.85% p.a.
Salary Growth Rate	6.00% p.a.	6.00% p.a.	6.00% p.a.	6.00% p.a.
Withdrawal Rates	Age 30 & Below : 5 % p.a. 31 to 44 : 3 % p.a. 45 to 54 : 2 % p.a. 55 to 64 : 2 % p.a. 64 & above : 2 % p.a.		Age 30 & Below :5 % p.a. 31 to 44 : 3 % p.a. 45 to 54 : 2 % p.a. 55 to 64 : 2 % p.a. 65 & above : 2 % p.a.	

Table 4: Plan Features	Post Employment Benefit (Gratuity)	Other Long term Employee Benefit (Leave Encashment)
Employee's Contribution	0%	0%
Employer's Contribution	100%	100%
Salary definition	Last Drawn Basic Salary including Dearness Allowance (if any)	Last drawn Basic Salary + DA
Benefit ceiling	Benefit ceiling of ₹ 25,00,000 was applied	-
Vesting conditions	5 years of continuous service (Not applicable in case of death/disability) For FTEs 1years of continuous service (Not applicable in case of death/disability)	Not Applicable
Benefit on Retirement	15/ 26 × Salary × Duration of Service	(Earned Leave Days Encashable + Earned Leave Days Non- Encashable+ Half Pay Leave x 0.5) × (Salary) / (Leave Denominator)
Benefit on Resignation/ Withdrawals	Same as Retirement Benefit based on service up to exit	(Earned Leave Days Encashable + half of Non-Encashable Earned Leave days subject to Max of 150 days) × (Salary) /(Leave Denominator)
Benefit on Death	Same as Retirement Benefit but no vesting Condition applies	Same as Retirement Benefit
Retirement age*	60 Years for Regular Employees & as per Contract Term for FTEs if any	60 Years

Table 4: Plan Features	Post Employment Benefit (Gratuity)	Other Long term Employee Benefit (Leave Encashment)		
Salary Definition for Availment	NA	Last drawn Gross Salary		
Leave Credited Annually		50 days		
Leave Denominator		30 days		
Benefit on Availment		Leave Days x Availment Salary / Leave Denominator		
Maximum Accumulation		300 Days (Earned Encashable Leave + Earned Non Encashable Leave + Half Pay Leave Days)		
		Earned Encashable Leave	**Earned Non encashable Leave**	**Half pay Leave**
On Retirement		Allowed	Allowed	Allowed
On Death		Allowed	Allowed	Allowed
On Resignation		Allowed	Half or Max of 150 days	Not Allowed
Encashment during the Service		Allowed		

Table 5: Financial Assumptions	Gratuity		Leave Encashment	
Particulars	**31-Mar-26**	**31-Mar-25**	**31-Mar-26**	**31-Mar-25**
Discount Rate	7.35% p.a.	6.85% p.a.	7.35% p.a.	6.85% p.a.
Salary Growth Rate	6.00% p.a.	6.00% p.a.	6.00% p.a.	6.00% p.a.

Assets and Liability (Balance Sheet Position)	31-03-2026	31-03-2026
Particulars	**₹ in Lakhs**	**₹ in Lakhs**
Present Value of Defined Benefit Obligation	5,019	3,895
Fair value of plan assets	-3,676	-3,759
Net Defined Benefit Liability/(Assets)	**1,343**	**136**

Bifurcation of Net Liability	Gratuity	Leave Encashment
Particulars	**31-03-2026**	**31-03-2026**
	₹ in Lakhs	**₹ in Lakhs**
Current (Short Term) Liability	575	136
Non Current (Long Term) Liability	768	0
Net Defined Benefit Liability/(Assets)	**1,343**	**136**

Explanation of amounts in the Financial Statements

Table I: Funded status of the plan	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	₹ in Lakhs		₹ in Lakhs	
Present value of unfunded obligations	-	-	-	-
Present value of funded obligations	5,019	4,531	3,895	3,621
Fair value of plan assets	-3,676	-3,112	-3,759	-3,625
Net Defined Benefit Liability/(Assets)	**1,343**	**1,419**	**136**	**(3)**

Table II: Profit and loss account for the period	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	₹ in Lakhs		₹ in Lakhs	
Service cost:				
Current service cost	498	466	283	221
Past service cost	366	-	-	-
loss/(gain) on curtailments and settlement	-	-	-	-
Net interest cost	78	50	(38)	(16)
Net value of remeasurements on the obligation and plan assets			(80)	31
Total included in 'Employee Benefit Expenses/(Income)	**942**	**516**	**165**	**236**

Table III: Other Comprehensive Income for the period	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	₹ in Lakhs		₹ in Lakhs	
Components of actuarial gain/losses on obligations:				
Due to Change in financial assumptions	(280)	308	(173)	120
Due to change in demographic assumption	-	-	-	-
Due to experience adjustments	(232)	(34)	97	(89)
Return on plan assets excluding amounts included in interest income	(59)	22	(4)	-
Amounts recognized in Other Comprehensive (Income)/Expense	**(571)**	**296**	**(80)**	**31**

Table IV: Reconciliation of defined benefit obligation	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	₹ in Lakhs		₹ in Lakhs	
Opening Defined Benefit Obligation	**4,531**	**3,797**	**3,621**	**3,440**
Transfer in/(out) obligation	-	-	-	-
Current service cost	498	466	283	220
Interest cost	300	275	242	238
Components of actuarial gain/losses on obligations:				
Due to Change in financial assumptions	(280)	309	(173)	120
Due to change in demographic assumption	-	-	-	-
Due to experience adjustments	(232)	(34)	97	(89)

Table IV: Reconciliation of defined benefit obligation	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
Past service cost	366	-	-	-
Loss (gain) on curtailments	-	-	-	-
Liabilities extinguished on settlements	-	-	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-	-	-
Exchange differences on foreign plans	-	-	-	-
Benefit paid from fund	(164)	(282)	(175)	(308)
Benefits paid by company	-	-	-	-
Closing Defined Benefit Obligation	**5,019**	**4,531**	**3,895**	**3,621**

Table V: Reconciliation of plan assets	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	₹ in Lakhs		₹ in Lakhs	
Opening value of plan assets	**3,112**	**2,983**	**3,625**	**3,296**
Transfer in/(out) plan assets	-	-	-	-
Expenses deducted from assets	-	-	-	-
Interest Income	222	225	280	254
Return on plan assets excluding amounts included in interest income	59	(22)	4	-
Assets distributed on settlements	-	-	-	-
Contributions by Employer	447	208	25	383
Contributions by Employee	-	-	-	-
Exchange differences on foreign plans	-	-	-	-
Benefits paid	(164)	(282)	(175)	(308)
Closing value of plan assets	**3,676**	**3,112**	**3,759**	**3,625**

Table VI: Composition of the plan assets	Gratuity		Leave Encashment	
Particulars	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**	**31-Mar-2026 (12 months)**	**31-Mar-2025 (12 months)**
	%	%	%	%
Government of India Securities	0%	0%	0%	0%
State Government Securities	0%	0%	0%	0%
High quality corporate bonds	0%	0%	0%	0%
Equity shares of listed companies	0%	0%	0%	0%
Property	0%	0%	0%	0%
Special Deposit Scheme	0%	0%	0%	0%
Policy of insurance	100%	100%	100%	100%
Bank Balance	0%	0%	0%	0%
Other Investments	0%	0%	0%	0%
Total	**100%**	**100%**	100%	100%

Table VII: Reconciliation of asset Ceiling	Gratuity		Leave Encashment	
Particulars	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)
	₹	₹	₹	₹
Opening value of asset ceiling	-	-	-	-
Interest on opening value of asset ceiling	-	-	-	-
Loss/(gain) on assets due to surplus/ deficit	-	-	-	-
Closing value of plan asset ceiling	**-**	**-**	**-**	**-**

Table VIII: Reconciliation of Net Defined Benefit Liability/(Assets)	Gratuity		Leave Encashment	
Particulars	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)
	₹ in Lakhs		₹ in Lakhs	
Net opening provision in books of accounts	**1,419**	**815**	**(3)**	**144**
Transfer in/(out) obligation	-	-	-	-
Transfer (in)/out plan assets	-	-	-	-
Employee Benefit Expense as per 3.2	942	516	165	236
Amounts recognized in Other Comprehensive (Income) / Expense	(571)	296		
	1,790	**1,627**	**162**	**380**
Benefits paid by the Company	-	-	-	-
Contributions to plan assets	(447)	(208)	(25)	(383)
Closing provision in books of accounts	**1,343**	**1,419**	**137**	**(3)**

Table IX: Principle actuarial assumptions	Gratuity		Leave Encashment	
Particulars	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)
Discount Rate	7.35% p.a.	6.85% p.a.	7.35% p.a.	6.85% p.a.
Salary Growth Rate	6.00% p.a.	6.00% p.a.	6.00% p.a.	6.00% p.a.
Withdrawal Rates	Age 30 & Below: 5 % p.a. 31 to 44 : 3 % p.a. 45 to 54 : 2 % p.a. 55 to 64 : 2 % p.a. 64 & above : 2 % p.a.	Age 30 & Below: 5 % p.a. 31 to 44 : 3 % p.a. 45 to 54 : 2 % p.a. 55 to 64 : 2 % p.a. 64 & above : 2 % p.a.	5% p.a. at younger ages reducing to 2% p.a. at older ages	5% p.a. at younger ages reducing to 2% p.a. at older ages
Availment Rate			3% p.a.	3% p.a.
In Service Encashment Rate			0% p.a.	0% p.a.
Rate of Return on Plan Assets	7.35% p.a.	6.85% p.a.		

Amount, timing and uncertainty of future cash flows

Table X: Sensitivity to key assumptions	Gratuity		Leave Encashment	
Particulars	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)	31-Mar-2026 (12 months)	31-Mar-2025 (12 months)
	₹ in Lakhs	%	₹ in Lakhs	₹
Discount rate Sensitivity				
Increase by 0.5%	4,761	4,271	3,735	3,464
(% change)	-5.14%	-5.72%	-4.12%	-4.34%
Decrease by 0.5%	5,300	4,815	4,068	3,791
(% change)	5.61%	6.27%	4.43%	4.68%
Salary growth rate Sensitivity				
Increase by 0.5%	5,192	4,700	4,069	3,792
(% change)	3.45%	3.74%	4.47%	4.70%
Decrease by 0.5%	4,842	4,364	3,732	3,462
(% change)	-3.53%	-3.67%	-4.19%	-4.40%
Withdrawal rate (W.R.) Sensitivity				
W.R. x 110%	5,048	4,557	3,874	3,600
(% change)	0.58%	0.59%	-0.54%	-0.58%
W.R. x 90%	4,989	4,503	3,917	3,643
(% change)	-0.60%	-0.61%	0.56%	0.60%
Mortality rate (M.R.) Sensitivity				
M.R. x 110%				
(% change)				
M.R. x 90%				
(% change)				

A description of methods used for sensitivity analysis and its Limitations:

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged.

Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously.

The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

The Description on funding arrangements and funding policy

The Company has Purchased an Insurance policy to settle the Gratuity Payment to their employees. Company may do the contribution every years based on the funding valuation carry out by insurance company based on the latest data provided by Company..

The Expected Contributions to the Plan for the next annual reporting period.

₹ in lakhs

	Gratuity	Leave Encashment
The Expected contribution for the next year in (₹)	574	346

The Maturity Profile of Defined Benefit Obligation

	Gratuity	Leave Encashment
The Weighted Average Duration (Years) as at valuation date	12 years.	9.65 Years

Expected Future Cashflows (Undiscounted)

₹ in lakhs

Particulars	Gratuity		Leave Encashment	
	₹ in Lakhs	%	₹ in Lakhs	%
Year 1 Cashflow	548	4.1%	432	5.1%
Year 2 Cashflow	441	3.3%	391	4.7%
Year 3 Cashflow	331	2.5%	406	4.8%
Year 4 Cashflow	261	2.0%	330	3.9%
Year 5 Cashflow	258	1.9%	252	3.0%
Year 6 to Year 10 Cashflow	1,198	9.0%	1,145	13.6%

Post-Retirement Medical Scheme

₹ in lakhs

Table 1: Assets and Liabilities		
Particulars	**31-Mar-26**	**31-Mar-25**
Defined Benefit Obligation	1,493	1,643
Fair Value Of Plan Assets	1,754	1,254
Effect of Assets Ceiling if any	-	-
Net Liability(Asset)	**(261)**	**389**

₹ in lakhs

Table 2: Bifurcation Of Liability		
Particulars	**31-Mar-26**	**31-Mar-25**
Current Liability	(261)	389
Non-Current Liability	-	-
Net Liability(Asset)	**(261)**	**389**

₹ in lakhs

Table 3: Income/Expenses Recognized during the period		
Particulars	**31-Mar-26**	**31-Mar-25**
Employee Benefit Expense	147	205
Other Comprehensive Income	(382)	190

₹ in lakhs

Key Assumptions		
Particulars	**31-Mar-26**	**31-Mar-25**
Discount Rate	7.90% p.a.	7.00% p.a.
Medical Inflation Rate	5.00% p.a.	5.00% p.a.
Withdrawal Rates	Age 30 & Below : 5 % p.a. 30 to 44 : 3 % p.a. 44 to 54 : 2 % p.a. 54 to 64 : 2 % p.a. 64 & above : 2 % p.a.	Age 30 & Below : 5 % p.a. 30 to 44 : 3 % p.a. 44 to 54 : 2 % p.a. 54 to 64 : 2 % p.a. 64 & above : 2 % p.a.
Claim Frequency	7.50% p.a.	7.50% p.a.

Table 4: Plan Features			
Type of Plan	**Defined Benefit plan (PRMS)**		
Employee's Contribution	0%		
Employer's Contribution	100%		
Vesting conditions	Employees - 15 years of continuous service Director - Not Applicable		
Benefit Scheme	Medical Reimbursement up to annual medical ceiling of ex-employee and / or his / her beneficiary as per amended RailTel Medical Rules, 2012		
Category	**For Indoor Treatment**	**For Outdoor Treatment**	**Total**
	₹ in Lakhs		
Non Executive	4	1	5
Functional Director	11	1	12
I	8	1	9
II, III, IV	6	1	7
Retirement age*	60 Years		

*In case of employees with age above the retirement age mentioned in Plan features,the retirement is assumed to happen immediately and valuation is done accordingly.

Table 5: Financial Assumptions		
Particulars	**31-Mar-26**	**31-Mar-25**
Discount Rate	7.90% p.a.	7.00% p.a.
Medical Inflation Rate	5.00% p.a.	5.00% p.a.

Assets and Liability (Balance Sheet Position)	31-03-2026	31-03-2025
Particulars	**₹ in Lakhs**	**₹ in Lakhs**
Present Value of Defined Benefit Obligation	1,493	1,643
Fair value of plan assets	(1,754)	(1,254)
Net Defined Benefit Liability/(Assets)	**(261)**	**389**

Bifurcation of Net Liability	31-03-2026	31-03-2025
Particulars	**₹ in Lakhs**	**₹ in Lakhs**
Current (Short Term) Liability	(261)	389
Non Current (Long Term) Liability	-	-
Net Defined Benefit Liability/(Assets)	**(261)**	**389**

Funded status of the plan

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Present value of unfunded obligations	-	-
Present value of funded obligations	1,493	1,643
Fair value of plan assets	(1,754)	(1,254)
Net Defined Benefit Liability/(Assets)	**(261)**	**389**

Profit and loss account for the period

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Service cost:		
Current service cost	124	115
Past service cost	-	-
loss/(gain) on curtailments and settlement	-	-
Net interest cost	23	90
Total included in 'Employee Benefit Expenses/ (Income)	**147**	**205**

Other Comprehensive Income for the period

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Components of actuarial gain/losses on obligations:		
Due to Change in financial assumptions	(354)	89
Due to change in demographic assumption	-	-
Due to experience adjustments	(12)	101
Return on plan assets excluding amounts included in interest	(16)	-
income	-	-
Amounts recognized in Other Comprehensive (Income)/Expense	**(382)**	**190**

Reconciliation of defined benefit obligation

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Opening Defined Benefit Obligation	1,644	1,254
Transfer in/(out) obligation	-	-
Current service cost	124	115
Interest cost	115	90
Components of actuarial gain/losses on obligations:	-	-
Due to Change in financial assumptions	(354)	88
Due to change in demographic assumption	-	-
Due to experience adjustments	(13)	103
Past service cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefit paid from fund	-	-
Benefits paid by company	(23)	(6)
Closing Defined Benefit Obligation	**1,493**	**1,644**

Reconciliation of plan assets

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Opening value of plan assets	1,254	-
Transfer in/(out) plan assets	-	-
Expenses deducted from assets	-	-
Interest Income	92	-
Return on plan assets excluding amounts included in interest income	16	-
Assets distributed on settlements	-	-
Contributions by Employer	392	1,254
Contributions by Employee	-	-
Exchange differences on foreign plans	-	-
Benefits paid	-	-
Closing value of plan assets	**1,754**	**1,254**

Reconciliation of asset Ceiling

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Opening value of asset ceiling	-	-
Interest on opening value of asset ceiling	-	-
Loss/(gain) on assets due to surplus/deficit	-	-
Closing value of plan asset ceiling	**-**	**-**

Composition of the plan assets

Particulars	31-Mar-26 %	31-Mar-25 %
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance	100%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	**100%**	**0%**

Reconciliation of Net Defined Benefit Liability/(Assets)

Particulars	31-Mar-26 (12 months)	31-Mar-25 (12 months)
	₹ in Lakhs	₹ in Lakhs
Net opening provision in books of accounts	389	1,254
Transfer in/(out) obligation	-	-
Transfer (in)/out plan assets	-	-
Employee Benefit Expense as per Table 3	146	205
Amounts recognized in Other Comprehensive (Income)/Expense	(382)	190
	153	**1,649**
Benefits paid by the Company	(22)	(6)
Contributions to plan assets	(392)	(1,254)
Closing provision in books of accounts	**(261)**	**389**

Principle actuarial assumptions

Particulars	31-Mar-26	31-Mar-25
Discount Rate	7.90% p.a.	7.00% p.a.
Medical Inflation Rate	5.00% p.a.	5.00% p.a.
Withdrawal Rates	Age 30 & Below : 5 % p.a. 30 to 44 : 3 % p.a. 44 to 54 : 2 % p.a. 54 to 64 : 2 % p.a. 64 & above : 2 % p.a.	Age 30 & Below : 5 % p.a. 30 to 44 : 3 % p.a. 44 to 54 : 2 % p.a. 54 to 64 : 2 % p.a. 64 & above : 2 % p.a.
Claim Frequency	7.50% p.a.	7.50% p.a.

Amount, timing and uncertainty of future cash flows

Sensitivity to key assumptions

Particulars	31-Mar-26	31-Mar-25
	₹ in Lakhs	₹ in Lakhs
Discount rate Sensitivity		
Increase by 1.0%	1,195	1,300
(% change)	-19.97%	-20.92%
Decrease by 1.0%	1,892	2,108
(% change)	26.74%	28.28%
Medical Inflation Rate Sensitivity		
Increase by 1.0%	1,900	2,114
(% change)	27.29%	28.59%
Decrease by 1.0%	1,185	1,291
(% change)	-20.62%	-21.44%
Withdrawal rate (W.R.) Sensitivity		
W.R. x 110%	1,415	1,554
(% change)	-5.19%	-5.42%
W.R. x 90%	1,576	1,739
(% change)	5.55%	5.80%

A description of methods used for sensitivity analysis and its Limitations:

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged.

Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously.

The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any.

It was informed by the company that Post Retirement Medical Benefit liabilities of the company are Funded.

There are no minimum funding requirements for a Post Retirement Medical Benefit plan and there is no compulsion on the part of the Company to fully or partially pre-fund the liabilities under the Plan.

The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund..

The Description on funding arrangements and funding policy

The Company has Purchased an Insurance policy to settle the Gratuity Payment to their employees. Company may contribute every years based on the funding valuation.

The Expected Contributions to the Plan for the next annual reporting period.

The Expected contribution for the next year in (₹ in Lakhs) *125.11*

The Maturity Profile of Defined Benefit Obligation

The Weighted Average Duration (Years) as at valuation date 23.63 Years

Expected Future Cashflows (Undiscounted)

Particulars	₹ in Lakhs	%
Year 1 Cashflow	13	5.80%
Year 2 Cashflow	17	7.40%
Year 3 Cashflow	22	9.80%
Year 4 Cashflow	26	11.40%
Year 5 Cashflow	29	12.50%
Year 6 to Year 10 Cashflow	163	70.80%

Movement of provisions for employee benefits during the year is as under: (₹ in lakhs)

Particulars	Provision for pension	Provision for Post-Retirement Medical	Provision for Gratuity & Leave Encashment	Total
Carrying Amount at the beginning of the year as on 01.04.2025	**6**	**386**	**1,416**	**1,808**
Additional provision made in the year		147	1,107	1,254
Amount utilized/adjusted during the year	-	(793)	(1,044)	(1,837)
Unused amount reversed during the year	-	-	-	-
Carrying amount at the end of the year as on 31.03.2026	**6**	**(261)**	**1,479**	**1,224**

(₹ in lakhs)

Particulars	Provision for pension	Provision for Post-Retirement Medical*	Provision for Gratuity & Leave Encashment	Total
Carrying Amount at the beginning of the year as on 01.04.2024	6	1,254	958	2,218
Additional provision made in the year		205	753	958
Amount utilized/adjusted during the year	-	(1,073)	(295)	(1,368)
Unused amount reversed during the year	-	-	-	-
Carrying amount at the end of the year as on 31.03.2025	6	386	1,416	1,808

*A trust has been created for RCIL Employees Post Retirement Medical Scheme (PRMS) and amount has been transferred to the same.

46 Indian Accounting Standard (Ind AS) 20, Disclosure on Accounting for Government Grants and Disclosure of Government Assistance

The break-up of total grant in aid/subsidy received up to 31.03.2026 for various purposes is as under: -

(₹ in lakhs)

Grant/Subsidy Received For	Up to 31.03.2026	Up to 31.03.2025
For Aquisition of Fixed Assets		
North East Project	3,146	3,146
Rural Wi-Fi	1,653	1,653
Other than those related to acquisition of Fixed Assets		
Viability Gap Funding (VGF)	303	-
Total	**5,102**	**4,799**

Grant/Subsidy on NE Project:

1. The Company had undertaken projects of NE-1 and NE-2 with a total capital outlay of ₹ 45125 Lakhs for which anticipated subsidy of Universal Service Obligation Fund of Department of Telecommunication, Government of India was pegged at ₹ 38800 Lakhs and net cash outflow of ₹ 6325 Lakhs. Against this, the Company has incurred total capital expenditure of ₹ 28852 Lakhs (Net of Recovery) out of which material of an amount of ₹ 2718 lakhs have been transferred to other projects/regions. Company has received subsidy of ₹ 3146 Lakhs with a net cash outflow of ₹ 22988 Lakhs up to 31.03.2026. In the opinion of the management, the Company has complied with all the conditions set out for the subsidy and accordingly, there is no liability to refund the subsidy already received.
2. During the period ended 31.03.26, depreciation of ₹ 733 Lakhs (March'25 – ₹ 746 Lakhs) have been charged to Statement of Profit and Loss due to capitalization and accordingly impact of amortization of subsidy is recognized in Statement of Profit and Loss for ₹ 206 Lakhs (March'25 – ₹ 413 Lakhs) in proportion to depreciation which is shown under the head other operating revenue.

Grant/Subsidy on Rural Wi-Fi:

The Company had received Rural Wi-Fi Subsidy amounting to ₹ 1653 lakhs up to 31.03.2026 from Department of Telecommunication (DoT-USOF) for installation of Wi-Fi in rural areas. The Company has amortized an amount of

₹ 298 lakhs out of the subsidy received in proportion to the depreciation on assets capitalized and same has been recognized under the head other operating revenue.

Viability Gap Funding (VGF):

During FY 25-26, Viability Gap Funding amounting to ₹ 303 Lakh has been accounted as per accounting policy under Other operating income.

47 Indian Accounting Standard (Ind AS) 21, Disclosure on the Effects of Change in Foreign Exchange Rates

Exchange Difference (₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
The amount of exchange differences recognised in profit or (loss).	(8)	(1)
Net exchange differences recognised in other comprehensive income and accumulated in a separate component of equity.	-	-
Reconciliation of the amount of such exchange differences at the beginning and end of the year.	-	-

48 Indian Accounting Standard (Ind AS) 24, Related Party Disclosures are as follows:

i) **Government Related Entities :** The Company is a Central Public Sector Enterprise (CPSE) under the Ministry of Railways. The Company is controlled by Government of India (GOI), by holding 72.84% of equity shares in the name of President of India as at 31st March, 2026. Pursuant to Para 25 and 26 of Ind AS 24, entities over which the same government has control or joint control of, or significant influence, then the reporting entity and other entities shall be regarded as related parties. Transactions with these parties are carried out at market terms at arm length basis. The company has applied the exemption available for government related entities and have made limited disclosures in the financial statements.

ii) **Enterprises under common control are as follows: -**

SN	Enterprise	SN	Enterprise
1	Centre For Railway Information Systems	14	IRCON International Limited
2	Braithwaite & Co. Ltd	15	Kolkata Metro Rail Corporation Ltd
3	Central Railside Warehouse Company Limited	16	Konkan Railway Corporation of India Limited
4	Chhattisgarh East Railway Limited	17	Maharashtra Rail Infrastructure Development Corporation Ltd
5	CLW/Chittaranjan	18	Modern Coach Factory (MCF)
6	Container Corporation of India Ltd	19	Mumbai Railway Vikas Corporation
7	Dedicated freight corridor Corporation of India Limited	20	National High-Speed Rail Corporation
8	Haryana Rail Infrastructure Development Corporation Limited	21	Pipavav Railway Corporation Limited
9	Indian Railways	22	Rail Land Development Authority
10	Indian Railway Catering and Tourism Corporation Limited	23	Rail Vikas Nigam Limited
11	Indian Railway Finance Corporation	24	Railway Recruitment Board
12	Indian Railway Institute of Transport Management (IRITM)	25	RITES Limited
13	Indian Railway Station Development Corporation Ltd	26	Research Designs and Standards Organisation (RDSO)

iii) Key Management Personnel:

Name	DIN	Designation	Date of Appointment	Date of Cessation (If any)
Chairman & Managing Director				
Sh. Sanjai Kumar	06923630	Chairman & Managing Director/CEO	23.09.2022	
Whole Time Directors				
Sh. V. Rama Manohara Rao	06689335	Director/Finance and CFO	DF: 27.10.2022, CFO: 10.11.2022	-
Sh. Manoj Tandon	10044053	Director/POM	20.03.2023	-
Sh. Yashpal Singh Tomar	10215386	Director/NPM	04.07.2023	-
Company Secretary				
Sh. J S Marwah	NA	Company Secretary	05.02.2015	-

(iv) Disclosures of Transactions of the Company with Key Management Personnel for the year ended:

(₹ in Lakhs)

Particulars	Name	Sh. Sanjai Kumar	Sh. V Rama Manohara Rao	Sh. Manoj Tandon	Sh. Yashpal Singh Tomar	Sh. J S Marwah
Salaries and Allowances	31.03.2026	88	64	70	74	36
	31.03.2025	72	48	55	55	32
Provident Fund Contribution	31.03.2026	6	4	4	5	3
	31.03.2025	5	4	4	5	2
Pension Contribution	31.03.2026	5	4	3	5	2
	31.03.2025	4	3	3	4	2
Value of Perquisites	31.03.2026	13	10	4	12	2
	31.03.2025	11	8	3	10	1

The actuarial liability for the key managerial personnel is as follows:

(₹ in Lakhs)

Employee Name	Gratuity As at March 31, 2026	Leave Encashment As at March 31, 2026	Gratuity As at March 31, 2025	Leave Encashment As at March 31, 2025
Sh. Sanjai Kumar	22	39	17	35
Sh. V Rama Manohara Rao	6	13	4	9
Sh. Manoj Tandon	16	28	13	24
Sh. Yashpal Singh Tomar	6	12	3	8
Sh. J S Marwah	11	16	9	14

(v) Transactions with Railway PSUs & Railway Units

Transactions with Railway PSUs and Railway Units are in relation to Telecommunication Services & Other Projects.

(₹ in Lakhs)

Particulars	Period	Revenue	Expense	Receivable	Payable	Advance Received (Liab)
Indian Railways	Mar'26	69,292	5,519	61,464	6,024	18,049
	Mar'25	70,832	8,293	41,977	7,901	17,809
Braithwaite & Co. Ltd	Mar'26	9	-	3	-	-
	Mar'25	11	-	5	-	-
Central Railside Warehouse Company Limited	Mar'26	-	-	1	-	-
	Mar'25	-	-	1	-	-
Centre For Railway Information Systems	Mar'26	893	-	2,847	-	-
	Mar'25	1,420	-	4,646	-	-
Container Corporation of India Ltd	Mar'26	21	-	162	-	0
	Mar'25	36	-	163	-	0
Dedicated freight corridor Corporation of India Limited	Mar'26	500	-	322	-	58
	Mar'25	752	-	322	-	186
Haryana Rail Infrastructure Development Corporation Limited	Mar'26	133	-	110	-	-
	Mar'25	-5	-	83	-	-
Indian Railway Catering and Tourism Corporation Limited	Mar'26	1,847	25	801	-	2
	Mar'25	847	32	338	8	4
Indian Railway Finance Corporation	Mar'26	614	-	854	-	-
	Mar'25	53	-	366	-	-
Indian Railway Institute of Transport Management (IRITM)	Mar'26	-	-	-	-	-
	Mar'25	-	-	4	-	-
IRCON International Limited	Mar'26	9,802	-	6,494	-	-
	Mar'25	6,024	-	588	-	4
Kolkata Metro Rail Corporation Ltd	Mar'26	21	-	-	-	-
	Mar'25	23	-	-	-	-
Konkan Railway Corporation of India Limited	Mar'26	689	298	55	153	-
	Mar'25	1,753	240	655	40	-
Maharashtra Rail Infrastructure Development Corporation Ltd	Mar'26	8	-	2	-	20
	Mar'25	0	-	0	-	20
Mumbai Railway Vikas Corporation	Mar'26	49	-	44	-	-
	Mar'25	53	-	31	-	5
National High-Speed Rail Corporation	Mar'26	552	-	171	-	109
	Mar'25	533	-	86	-	131
Pipavav Railway Corporation Limited	Mar'26	1	-	-	-	-
	Mar'25	1	-	-	-	-
Rail Land Development Authority	Mar'26	13	-	10	-	-
	Mar'25	11	-	-	-	-

Particulars	Period	Revenue	Expense	Receivable	Payable	Advance Received (Liab)
Rail Vikas Nigam Limited	Mar'26	1,728	-	1,788	-	230
	Mar'25	1,716	-	1,668	-	263
Railway Recruitment Board	Mar'26	18	-	74	-	-
	Mar'25	5	-	13	-	-
RITES Limited	Mar'26	24	-	33	-	-
	Mar'25	33	-	41	-	-
Total	**Mar'26**	**86,214**	**5,842**	**75,233**	**6,177**	**18,468**
	Mar'25	**84,099**	**8,565**	**50,988**	**7,949**	**18,422**

49 Indian Accounting Standard (Ind AS) 33, Disclosure on Earning Per Share (EPS)

Numerator	Year ended March 31, 2026	Year ended March 31, 2025
A. Net Profit available for Equity Shareholder (₹ in Lakhs)	34,632	29,981
B. Number of shares allotted during the year	NIL	NIL
C. Weighted Average Number of Equity Shares	320938407	320938407
D. Earning Per Share (Basic & Diluted) (A)/(C)	10.79	9.34
E. Face Value per Equity Share	10.00	10.00

50 Indian Accounting Standard (Ind AS) 36, Disclosure on Impairment of Assets & Indian Accounting Standard (Ind AS) 113, Disclosure on Fair Value Measurement

50.1 Based on an impairment study, The Company has recognized the impairment loss amounting ₹ NIL (March'25 – ₹ 1850 lakhs) during the current year in statement of profit and loss for NE Project. This project was halted for the long time due to difficult working conditions in north eastern region and various other reasons. The total impairment loss as at 31.03.2026 of ₹ 12097 lakhs (as at 31.03.25 ₹ 12097 Lakhs).

50.2 The company has procured IPv4 Licenses having perpetual life. Based on impairment testing as on 31.03.2026, there is no indication of impairment of said licenses.

51 Indian Accounting Standard (Ind AS) 37, Disclosure on Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized in respect of obligations, based on the evidence available, and wherever their existence on the Balance Sheet date is considered probable.

(₹ in lakhs)

Particulars	Provision for Performance Related Pay
Carrying Amount at the beginning of the year as on 01.04.2025	**3,273**
Additional provision made in the period	2,289
Amount utilized/adjusted during the period	(1,430)
Unused amount reversed during the period	
Carrying amount at the end of the period as on 31.03.2026	**4,132**

Particulars	Provision for Performance Related Pay
Carrying Amount at the beginning of the year as on 01.04.2024	**2,225**
Additional provision made in the year	1,823
Amount utilized/adjusted during the year	(775)
Unused amount reversed during the year	
Carrying amount at the end of the year as on 31.03.2025	**3,273**

b. Contingent liabilities:

Contingent liabilities are determined based on available information. These liabilities are not provided for and are disclosed by way of notes on accounts..

(a) Claim against the Company not acknowledged as debts:

(₹ in lakhs)

Particulars	Service Tax	Income Tax	VAT	GST	Arbitration/ Court Cases	Other	Total
Carrying Amount at the beginning of the year 01.04.2025	**320**	**1,368**	**39**	**1,284**	**39,768**	**188**	**42,967**
Additions during the year	-	-	-	1,105	876	66	2,047
Amount adjusted during the year	320	-	-	9	-	-	329
Carrying amount at the end of the year 31.03.2026	**0**	**1,368**	**39**	**2,380**	**40,644**	**254**	**44,686**

(b) Bank Guarantees given by the Company to Customers/Government as on 31.03.2026 is ₹ 148166 lakhs (31.03.2025 – ₹ 72395 lakhs).

(c) Capital Commitments

(₹ in Lakhs)

Particulars	March'26	March'25
Estimated amounts of contracts remaining to be executed on capital account	34,539	31,153

52 Disclosure Requirements as per IND AS 108 – Operating Segments

The Company's principle business is to provide neutral telecom infrastructure. The Company operates within India and does not have operations in economic environment with different risks and returns. Certain exports of goods and services have been made to international customers through Ministry of External Affairs (MEA). Hence, it is considered operating in Pan India-single geographical segment

The Company's operating segments are as follows:

1. **Telecom Services -**Department of telecommunication has provided licenses to Company, namely ILD, NLD, ISP and IP-1 registration for providing various type of telecommunication services in the country. RailTel with its expertise in Telecom & IT domain for over a decade offers an end-to-end managed data services to its customers within the framework of these licenses.

It provides a wide range of Telecom services to its customer as under:

1. Managed Data Services
2. Leased Line
3. Virtual Private Network
4. Internet Leased Line
5. Data Centre
6. Tower collocation
7. Rack and space
8. NLD for voice carriage

2. **Project Work services-** To generate revenue through its expertise in telecom field, Company has taken the following projects:

    1. Telecom and IT services related projects
    2. Enterprise specific IT & ITES Projects
    3. Railway Signalling Work

The Company's Operating segment information is presented below for the year ended:

(₹ in Lakhs)

SN	Particulars	31-Mar-26			31-Mar-25		
		Telecom Services	Project Work Services	Total	Telecom Services	Project Work Services	Total
		A	B	A+B	A	B	A+B
1	**Segment Revenue**						
	Revenue from operations	1,50,069	2,77,679	4,27,748	1,36,253	2,11,497	3,47,750
2	**Segment Expenditure**	1,10,044	2,66,732	3,76,776	1,05,958	2,02,094	3,08,052
3	**Segment Results**						
	Profit/Loss before Taxes						
	Segment Operating Income/ (Loss)	40,025	10,947	50,972	30,295	9,403	39,698
	Total	**40,025**	**10,947**	**50,972**	**30,295**	**9,403**	**39,698**
Less:	(i) Other Un-allocable expenditure net of un-allocable income			3,865			(38)
	(ii) Finance cost			378			311
Add:	(i) Finance income			229			753
	Total Profit before Tax			**46,958**			**40,178**

SN	Particulars	31-Mar-26			31-Mar-25		
		Telecom Services	Project Work Services	Total	Telecom Services	Project Work Services	Total
4	**Segment Assets**						
	a. Property, Plant & Equipment Assets and Intangible assets (Net Blocks)	1,05,536	-	1,05,536	91,186	-	91,186
	b. Right of Use Assets	22,531	-	22,531	16,900	-	16,900
	c. Other Assets	1,27,398	2,30,992	3,58,390	93,894	1,99,891	2,93,785
	d. Capital CWIP	8,135	-	8,135	12,371	-	12,371
	e. Un-allocable assets	-	-	88,408	-	-	1,01,879
	Total Assets	**2,63,600**	**2,30,992**	**5,83,000**	**2,14,351**	**1,99,891**	**5,16,121**
5	**Segment Liabilities**						
	a. Segment Liabilities	1,54,808	1,93,018	3,47,826	1,25,609	1,81,920	3,07,529
	b. Un-allocable Liabilities	-	-	9,013	-	-	8,630
	Total liabilities	**1,54,808**	**1,93,018**	**3,56,839**	**1,25,609**	**1,81,920**	**3,16,159**

53 Indian Accounting Standard (Ind AS), Disclosure on Financial Instruments (107), Recognition, Measurement, and Classification (109), and Fair Value Measurement (113)

53.1 FINANCIAL ASSETS

Trade receivables

As per Ind AS 109, Company is following simplified approach of expected credit loss model for recognizing the allowance for doubtful debts.

Security Deposits

There are some deposits which are being kept with government authorities e.g., commercial taxes department, Railways, Electricity etc. which are considered as financial asset. A period of 10 years has been assumed for discounting these items.

Investments

Company makes investment in liquid mutual funds which are fair valued based on the unit price prevailing as at the period end and consequent gain/loss is taken to the profit and loss A/c.

53.2 FINANCIAL LIABILITIES

Security Deposits, Retention Money and Earnest Money Deposit are classified as Financial Liabilities.

Valuation techniques and process used to determine fair values

i. The carrying value of financial assets and liabilities with maturity less than 12 months are considered to be representative of their fair value.

ii. Fair value of other financial assets and liabilities carried at amortized cost is determined by discounting of cash flows using discount rate.

iii. A discount rate of 6.684% (5 Year Bond Rate by RBI) has been used for balances as on 31.03.2026.

53.3 FINANCIAL INSTRUMENT

Financial Instruments by Category

The carrying value of financial instruments by each category were as follows: -

(₹ in lakhs)

Particulars	Note No.	Financial Assets/ Liabilities at Amortised Costs		Financial Assets/ Liabilities at FVTPL		Financial Assets/ Liabilities at FVTOCI	
Assets		**31.03.2026**	**31.03.2025**	**31.03.2026**	**31.03.2025**	**31.03.2026**	**31.03.2025**
Trade Receivables	11	2,05,295	1,58,136	-	-	-	-
Investments	10			-	3,923		
Cash & Cash Equivalents	12	39,746	30,804	-	-	-	-
Other Bank Balance	13	25,665	21,834				
Loans and Advances	14	58	34				
Other Financial Assets	6, 15	1,10,065	1,27,232				
Liabilities		**31.03.2026**	**31.03.2025**	**31.03.2026**	**31.03.2025**	**31.03.2026**	**31.03.2025**
Trade Payables	23	1,67,417	1,42,975	-	-	-	-
Lease Liability	20, 24	6,372	4,454				
Other Financial Liabilities	21, 25	93,003	70,867				

Interest Income/(Expenses) recognized on financial assets and liabilities:

(₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Financial assets at amortised cost		
Interest expenses on other financial assets	10	10
Interest income on other financial liabilities	229	753
Financial assets at Fair Value through Profit or Loss (FVTPL)	**-**	**19**
Financial assets at Fair Value through Other Comprehensive Income (FVTOCI)	**-**	**-**

Financial Risk Management

The Company has constituted Risk Management Committee in line with the requirement of Regulation 21 of the SEBI (LODR) Regulations, 2015 (as amended).

The role and responsibilities of Risk Management Committee is in line with the provisions of Regulation 21 of the SEBI (LODR) Regulations, 2015.

Risk Management frame work of the company is as follows:-

a. Apex level Risk Management committee

b. Functional Risk Management Committee

The Company has a risk management policy to identify and analyse the risks faced by the Company. The audit committee evaluates the internal financial controls and risk management system. The Audit Committee monitor the Risk assessment and minimization procedure across the company after review of the same by Risk Management Committee (Apex Level) The audit committee is assisted in its oversight role by Internal Audit. Internal Audit undertakes reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

The Company has exposure to the following risk from its use of financial instruments: -

1. Credit Risk
2. Liquidity Risk
3. Market Risk
4. Project Risk
5. Insurable Risk
6. Capital Management

1. Credit Risk

Credit risk is the risk of financial losses to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation and arises principally from the Company's trade receivables, employee loans and other activities that are in the nature of leases.

The Company assesses on a forward-looking basis the expected credit loss associated with its financial assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses. Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109 i.e. expected credit loss allowance as computed based on historical credit loss experience. Company have used the methodology of provisional matrix as per Ind AS 109 to compute the historical loss rate and adjust the impact of macroeconomic factors into the historical loss rate to compute the forward-looking rates.

Exposure to Credit Risk

In the current year, Company used expected credit loss model to assess the impairment loss or gain. The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix considers historical credit loss experienced and adjusted for forward-looking information. The expected credit loss allowance is based on ageing of the days the receivables are due. The trade receivables which share the similar credit risk characteristics have been taken into the one bucket. Hence, company has divided the trade receivable into two categories as follows:

- Government & PSU Customers
- Private Customers

The gross carrying amount of trade receivables and unbilled revenue, net of any impairment losses recognized represents the maximum credit exposure.

(₹ in lakhs)

Ageing	March 31, 2026			
	Gross Amount	Expected credit Loss	Gross Amount	Expected credit Loss
	Government and PSU		Private	
Within 1 year	1,62,139	2,160	9,275	95
1 -2 years	17,224	1,808	406	42
2 -3 years	10,142	1,606	283	98
3 -4 years	4,982	2,311	67	42
4 -5 years	2,770	1,405	134	111
More than 5 years	9,801	2,248	2,330	2,330
Unbilled More than 1 Year	38	38	-	-
Total	**2,07,096**	**11,576**	**12,495**	**2,718**
Total Expected Credit Loss				**14,294**

(₹ in lakhs)

Ageing	March 31, 2025			
	Gross Amount	Expected credit Loss	Gross Amount	Expected credit Loss
	Government and PSU		Private	
Within 1 year	1,14,499	1,516	10,130	110
1 -2 years	20,449	1,798	585	79
2 -3 years	8,570	1,925	130	48
3 -4 years	3,186	997	229	182
4 -5 years	2,651	580	84	77
More than 5 years	7,575	2,114	2,605	2,605
Unbilled More than 1 Year	37	37	-	-
Total	**1,56,967**	**8,967**	**13,763**	**3,101**
Total Expected Credit Loss				**12,068**

The company does not hold any collateral or other enhancements to cover its credit risks associated with its trade receivables and unbilled revenue.

The gross carrying amount of financial assets, net of any impairment losses recognized represents the maximum credit exposure. The maximum exposure to credit risk at the end of year is given below:

(₹ in lakhs)

Ageing	March 31, 2026		March 31, 2025	
	Gross Carrying Value	Net Value after Impairment	Gross Carrying Value	Net Value after Impairment
Trade Receivables *(Refer to Note No. 11)*	2,19,551	2,05,295	1,70,167	1,58,136
Other Financial Assets *(Refer to Note No. 6, 14 & 15)*	1,10,161	1,10,123	1,27,303	1,27,266

Employee Loans, and other assets are either not past due or past due but not impaired.

2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company reputation, typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses, servicing of financial obligations.

3. Market Risk

Market risk is the risk of loss of future earnings or fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign exchange rates and other market changes that affect market risk sensitive instruments.

The Company makes investment in mutual fund which are subject to market risk. Hence, the investment is classified in the Balance Sheet at fair value through profit and loss (FVTPL) and resultant gain/loss on investment is classified as FVTPL. However, to manage the price risk, the Company invests in liquid funds and the level of the investments is insignificant in view of the level of the operation of the Company.

4. Project Risk

A project risk is an uncertain event that may or may not occur during a project. There is risk of time overrun/ cost overrun which is mitigated by ensuring time schedule for each activity of the project execution based on milestone and monitoring based on cost estimate.

5. Insurable Risk

Insurable Risks are mitigated based on definite policy of the company in regard to insurance of assets, material, Risks during Project execution, workmen and Directors and officers liability as decided by the company from time to time.

6. Capital Management

The Company manages its capital to ensure that the Company will be able to continue as a going concern, while maximizing the return to stakeholders through efficient allocation of capital towards expansion of business, optimization of working capital requirements and deployment of surplus funds. The Company uses the operational cash flows to meet its working capital requirements. The funding requirements are met through internal accruals. The Company is not subject to any externally imposed capital requirements.

54 Indian Accounting Standard (Ind AS) 115, Disclosure on Revenue from Contracts with Customers

Disaggregation of Revenue

The company disaggregates revenue from contract with customer into categories that depicts how the nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factors. In project business segment the company provides warranty to customer which is implicit in the contract revenue. The said warranty is provided by OEMs with back to back performance obligation and hence the company does not have additional obligation for warranty in addition to the same provided by OEMs. Since warranty is implicit in transaction price on back to back agreement with OEMs and hence not been accounted for separately.

The following table illustrates the disaggregation of disclosure by primary geographical region, major product line, market or type of customer, type of contract, contract duration, sales channel and timing of revenue recognition in accordance with Ind AS 115.

The Company's principal business is to provide neutral telecom infrastructure. The Company operates within India and does not have operations in economic environment with different risks and returns. Hence, it is considered operating in Pan India-single geographical segment.

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Geographical Segment		
Pan India	2,79,483	2,19,365
Abroad	765	-
Total	**2,80,248**	**2,19,365**

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Major Product Line		
Railway Project Works	50,308	50,812
Other Projects	2,07,257	1,60,685
Others	22,683	7,868
Total	**2,80,248**	**2,19,365**

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Type of Customer		
Government Customers	2,76,518	2,11,859
Non - Government Customers	3,730	7,506
Total	**2,80,248**	**2,19,365**

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Type of Contract		
Fixed Price Contracts	2,46,450	1,74,781
Time- and- Materials Contracts	33,798	44,584
Total	**2,80,248**	**2,19,365**

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Sales Channel		
Direct to Customer	2,80,248	2,19,365
Through Intermediaries	-	-
Total	**2,80,248**	**2,19,365**

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Duration of Contract		
Short Term	1,84,581	1,54,570
Long Term	95,667	64,795
Total	**2,80,248**	**2,19,365**

Contract Assets

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivable*	1,56,867	1,31,674
Unbilled Revenue	70,744	65,439
Work in Progress	4,430	5,381
Total	**2,32,041**	**2,02,494**

(₹ in lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Contract Liability	23,074	37,246
Total	**23,074**	**37,246**

Revenue recognized during the year from the contract liability balance at the beginning

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue recognized during the year from the contract liability balance at the beginning	17,927	19,965
Total	**17,927**	**19,965**

Revenue Recognized from performance obligations satisfied partially in Previous year

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue recognized due to change in Transaction Price	-	-
Total	**-**	**-**

* Includes trade receivable of ₹ 4278 lakhs recoverable from a customer out of which ₹ 2638 lakhs is disputed by the customer and management is of the opinion that it is fully recoverable. However, due to significant increase in credit risk, the company has made provision under ECL in respect of outstanding taking the underlying obligation into consideration on this project. Further, the Company has also claimed an amount of ₹ 2666 lakhs towards SLA deduction and interest for delayed payment. However, the same has not been recognized in the books of accounts on conservative basis as per Ind AS-115. Company has filed an application to Ministry of Railways for settlement of the dispute through administrative Mechanism for resolution of CPSE dispute (AMRCD). The same is under active consideration of AMRCD.

55 Indian Accounting Standard (Ind AS) 116, Disclosure on Leases

A. As a Lessee

Right of Use Assets Comprises of leased assets that do not meet the definition of Investment property.

Right of use – Asset

(₹ in lakhs)

Right-of-use assets, except for investment property (Note No. 4)		
Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Building#	14,377	12,705
Land	5,021	2,272
Telecom Assets	3,110	1,882
Vehicle	23	41
Total	**22,531**	**16,900**

The Company takes assets on lease including Land and Buildings, Plant & Machinery (Telecom Assets) such as Dark Fibers, OFC/Duct spaces etc.

#Includes cost of two leasehold Flats at Moti Bag, New Delhi for 30 years term for residential Purpose. Possession has been given by the lessor, but lease deed is yet to be executed. The total cost capitalized for purchase of the flats is ₹ 1346 lakhs as at 31.03.2025..

Lease Liabilities

Maturity analysis - Contractual undiscounted cash flows (₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Less than one year	1,159	1,134
One to five years	4,495	2,433
More than five years	4,744	4,906
Total undiscounted lease liabilities	**10,398**	**8,473**

Lease Liabilities included in the Statement of Financial Position (₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Current	888	929
Non – Current	5,484	3,525
Total	**6,372**	**4,454**

Amount Recognized in Profit & Loss Account (₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on lease liabilities	368	301
Variable lease payments not included in the measurement of lease liabilities	-	-
Expenses relating to Short term leases and leases of low-value assets, excluding short-term leases of low-value assets	-	-

Amounts Recognized in the Statement of Cash Flow (₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Total cash outflow for leases	5,862	2,119

Other Disclosure

a) There are no significant restrictions or covenants imposed by the leases.

b) The company has paid advance of ₹ 5376 Lakhs for lease of office space during the year. The NBCC has offered possession vide its letter dt. 25.03.2026 but the company has not yet taken the possession and the amount is shown as capital advance.

b) Lease payments are discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

B. As a Lessor

(₹ in lakhs)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Lease Income	1,45,951	1,26,223

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date in respect of non-cancellable operating lease:

Lease Payments to be received after the reporting date (₹ in lakhs)

Particulars	As at 31st March 2026
Less than one year	11,304
One to two years	4,515
Two to three years	1,041
Three to four years	725
Four to five years	430
More than five years	416
Total undiscounted lease payments	**18,431**

The Company has been offering NLD Services, infrastructure services (Dark Fibers, Tower space and co-location etc.) under IP-I registration, ILD and Internet services under unified license to its customers under respective operating lease.

The Company has entered into a non–cancellable long-term lease arrangement to provide optical fiber on indefeasible right of use (IRU) basis. The lease rental receivable proportionate to actual kilometres accepted by the customer is credited to the statement of profit and loss on a straight – line basis over the lease term. Due to the nature of the telecom assets, it is not possible to compute gross carrying amount, depreciation for the period and accumulated depreciation of the asset given on operating lease and accordingly respective disclosures required by IND AS 116 are not provided.

In terms of contractual Clause of agreement, if the customer terminates the services of the link during minimum subscription period, RailTel shall refund or adjust (against the future orders) the already paid IRU charges after deducting the termination penalty.

56 Other Disclosures

56.1 These Financial Statements are presented in Indian Rupees (INR) which is the Company's functional currency.

56.2 Figures have been rounded off to nearest Rupees in lakhs. Previous year figures have, wherever necessary, been rearranged/regrouped to conform the presentation of the Current year.

56.3 License fee to DoT and Railways Revenue Share computed at prescribed rate of 8% and 7% respectively.

56.4 Employees Benefit Expenses and Administrative Expenses are apportioned to project works based on 2% and 1% respectively of expenses incurred on projects.

56.5 The Current Assets/ Liabilities have been determined if they are receivable / payable within 1 year from the date of Balance Sheet. Rest has been treated as Non-Current.

56.6 Self-Insurance Reserve has been provided @ 0.12% p.a. on the Gross Block of Property, Plant & Equipment's installed at PoP's and customer premises to meet future losses which may arise from un-insured risks.

56.7 Information on Corporate Social Responsibility (CSR) expenditure:

(₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Current year Budget	655	573
Amount required to be spent by the company out of previous years budget	386	288
Total amount to be spent by the company	1041	861
Amount of expenditure incurred	376	475
Total shortfall at the end of the year	**665**	**386**
- Total of previous year(s) shortfall	115	86
- Current year shortfall	550	300
Reason for shortfall	Amount pertains to ongoing project which will be completed as per project schedule.	Amount pertains to ongoing project which will be completed as per project schedule.
Nature of CSR activities	As per DPE theme/ guidelines on CSR of FY 25-26	As per DPE theme/ guidelines on CSR of FY 24-25
Details of related party transactions	N.A	N.A
Unspent amount out of current year budget, have been deposited in CSR account with Bank as per guidelines	550	300
Movements in provision with respect to a liability incurred by entering into a contractual obligation during the year is as under:		
- Opening Balance	**386**	**288**
- Add: Provisions made during the year	550	300
- Less : Provision withdrawn/Payment made during the year	(271)	(202)
- Closing	**665**	**386**

Amount spent on CSR Activities:

Particulars	As at March 31, 2026			As at March 31, 2025		
	Paid in Cash	Yet to be paid	Total	Paid in Cash	Yet to be paid	Total
A.On Construction/ acquisition of any asset						
(i) For Ongoing Activities (ii) Other than ongoing Activities	-	-	-	-	-	-
B.On purposes other than above						
(i) For Ongoing Activities (ii) Other than ongoing Activities	376	665	1,041	475	386	861

56.8 Details of dues to Micro, Small & Medium Enterprises as defined under The Micro, Small and Medium Enterprises Development Act, 2006 are given on the basis of information available with the management

(₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
A. Amount remaining unpaid to any supplier:		
a) Principal amount due to micro and small enterprises	37,761	20,629
b) Interest due thereon	-	-
B. Amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount paid to the supplier beyond the appointed day;	-	-
C. Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
D. Amount of interest accrued and remaining unpaid.	-	-
E. Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

56.9 Value of imports calculated on CIF basis

(₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Raw materials	-	-
Consumables and Spare parts	-	-
Capital goods	1,385	-
Total	**1,385**	**-**

56.10 Expenditure in foreign currency (accrual basis)

(₹ in lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Travelling & conveyance	25	36
Repair & Maintenance	-	-
Service charges	-	11

56.11 Disclosure of Capital Work in Progress

Capital-Work-in Progress (CWIP): ageing schedule as on 31.03.2026

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	7,774	12	58	-	7,844
Projects temporarily suspended *	-	-	-	-	-

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule is given:

As at 31st March 2026

(₹ in lakhs)

CWIP	To be completed in			
	Less than 1 Year	1-2 years	2-3 years	More than 3 years
OFC Laying Works	-	-	-	-
MPLS, STM, Other Telecom Radio Equipment, Data Centre & OSS/BSS	-	-	-	-
Capital Stores lying at project site	-	-	-	-
Building	-	-	-	-
Others	-	-	-	-
Total	**-**	**-**	**-**	**-**

Capital-Work-in Progress (CWIP): ageing schedule as on 31.03.2025

(₹ in lakhs)

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	12,031	340	-	-	12,371
Projects temporarily suspended*	-	-	-	-	-
*NE Project halted due to reason mentioned in Note 50.					

For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following CWIP completion schedule is given:

As at 31st March 2025

(₹ in lakhs)

CWIP	To be completed in			
	Less than 1 Year	1-2 years	2-3 years	More than 3 years
OFC Laying Works	-	-	-	-
MPLS, STM, Other Telecom Radio Equipment, Data Centre & OSS/BSS	-	-	-	-
Capital Stores lying at project site	-	-	-	-
Building	-	-	-	-
Others	-	-	-	-
Total	**-**	**-**	**-**	**-**
* NE Project halted due to reason mentioned in Note 50.				

56.12 Aging Schedule for Trade Receivable, Unbilled Revenue & Trade Payable

Trade Receivables ageing schedule as on 31.03.2026*

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment/date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	1,23,553	33,372	26,616	11,922	7,088	2,02,551
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	91	139	10,407	10,637
Undisputed Trade Receivables – credit impaired	3	-	-	15	1,624	1,642
Disputed Trade Receivables– considered good	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	492	492
Disputed Trade Receivables – credit impaired	-	-	-	-	4,229	4,229
	1,23,556	**33,372**	**26,707**	**12,076**	**23,840**	**2,19,551**
Less: Allowance for credit Loss						14,256
Trade Receivables						**2,05,295**

Unbilled Revenue ageing schedule as on 31.03.2026

(₹ in lakhs)

Particulars	Outstanding for Unbilled revenue from the date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Unbilled Revenue*	63,934	4,223	21,638	38	-	89,833
Less: Allowance for credit Loss						38
Total						**89,795**

*Unbilled receivables are recognised based on mercantile accounting system and are not due for payment as at the close of financial year.

Trade Receivables ageing schedule as on 31.03.2025

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment/date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	1,03,451	21,368	20,867	8,007	2,349	1,56,043
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	146	71	7,287	7,503
Undisputed Trade Receivables – credit impaired	3	-	15	92	1,576	1,685
Disputed Trade Receivables– considered good	-	-	-	-	-	-

Particulars	Outstanding for following periods from due date of payment/date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	492	492
Disputed Trade Receivables – credit impaired	-	-	-	-	4,443	4,443
	1,03,454	21,368	21,028	8,170	16,147	1,70,167
Less: Allowance for credit Loss						12,031
Trade Receivables						**1,58,136**

Unbilled Revenue ageing schedule as on 31.03.2025 (₹ in lakhs)

Particulars	Outstanding for Unbilled revenue from the date of transaction					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Unbilled Revenue	67,103	9,117	5,255	-	-	**81,475**
Less: Allowance for credit Loss						37
Net						**81,438**

*Unbilled receivables are recognised based on mercantile accounting system and are not due for payment as at the close of financial year.

Trade Payables ageing schedule as on 31.03.2026 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment/date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME *	87,475	4,418	1,940	4,847	**98,680**
Others	60,139	3,896	1,423	3,278	**68,737**
Disputed dues – MSME	-	-	-	-	**-**
Disputed dues – Others	-	-	-	-	**-**

Unbilled dues are provided for based on mercantile accounting system and are not due for payment as at the close of financial year.

*Age analysis is based on date of transaction as payment milestones are not yet achieved as per contractual terms.

Trade Payables ageing schedule as on 31.03.2025 (₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment/date of transaction				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME *	39,775	1,316	273	3,318	**44,682**
Others	85,166	6,430	2,911	3,786	**98,293**
Disputed dues – MSME	-	-	-	-	**-**
Disputed dues – Others	-	-	-	-	**-**

Unbilled dues are provided for based on mercantile accounting system and are not due for payment as at the close of financial year.

*Age analysis is based on date of transaction as payment milestones are not yet achieved as per contractual terms.

56.13 During the Financial Year:

a. The company does not hold any Immovable Property for which Title deed is not in the name of the company except the following:

POP Location	Relevant line item in the Balance sheet	Description of item of property	Gross carrying value (₹ In Lakh)	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
DEL	Right of Use	Building	1,396	Ministry of Railways (MoR)	Title deed holder - MoR	03-Jun-24	Lease deed is pending from Ministry of Railways
MAU	PPE	Building-RCC structure (On Railway Land)	0.65	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.	N.A.	25-Oct-25	The building constructed is not separately registered either in the name of the Company or in the name of Ministry of Railway.
ROK	PPE		11.38		N.A.	02-Feb-26	
MHJ	PPE		9.80		N.A.	30-Oct-25	
BTT	PPE		0.28		N.A.	04-Jul-25	
"RURA RCIL POP"	PPE		12.38		N.A.	01-Sep-25	
BRE	PPE		5.80		N.A.	04-Jul-25	
BRE	PPE		0.19		N.A.	04-Jul-25	
BTT	PPE		0.81		N.A.	25-Dec-25	
BDL	PPE		0.01		N.A.	10-Jun-25	
FZR	PPE		43.41		N.A.	20-Apr-25	
MHJ	PPE		0.19		N.A.	30-Oct-25	
BTI	PPE		11.64		N.A.	12-Feb-26	
BRE	PPE		12.95		N.A.	20-Mar-25	
BDL	PPE		10.93		N.A.	20-Mar-25	
THOMPSON RD	PPE		0.99		N.A.	07-Aug-25	
MB	PPE		6.54		N.A.	08-Dec-25	
BRE	PPE		0.01		N.A.	01-Sep-25	
BTT	PPE		16.65		N.A.	10-Jul-25	
BRE	PPE		4.94		N.A.	04-Jul-25	
MZP	PPE		1.73		N.A.	10-Jun-25	
BRE	PPE		10.21		N.A.	29-Jul-25	
BRE	PPE		2.64		N.A.	04-Jul-25	
BRE	PPE		0.94		N.A.	20-Apr-25	
PRYJ	PPE		10.96		N.A.	20-Mar-25	
BRE	PPE		1.89		N.A.	04-Jul-25	
MHJ	PPE		0.46		N.A.	30-Oct-25	

b. Revaluation of property, plant & equipment is as per Note 44 (7)

c. (a) No funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.

(b) No funds have been received by the company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

d. The company does not hold any Benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the rules made thereunder.

e. The company has not been declared wilful defaulter by any bank or financial institution or other lender.

f. **Dealing with Struck off Companies:**

The details of struck off companies having transaction during the FY 2025-26:

Name of Struck Off Company	Nature of Transaction with Struck Off Companies	Balance Outstanding (₹ In Lacs)	Relationship with the Struck Off Company, if any, to be disclosed
Space Hospitals	Receivables	23	NA
Krishna Teja Digital Entertainment Private Limited	Receivables	23	NA

g. The company does not have any charges or satisfaction yet to be registered with ROC beyond the statutory period.

h. The company do not have any investment in step down subsidiaries. Hence the Companies (Restriction on number of layers) Rules, 2017 are not applicable.

i. The company has not traded in crypto currency or virtual currency.

j. The company does not have any undisclosed income in the tax assessments under the Income tax Act, 1961.

57 Disclosure on Financial Ratios

Particulars	Numerator	Denominator	As at March 31, 2026	As at March 31, 2025	% Change in Ratio
Current Ratio	Current Assets	Current Liability	1.32	1.29	2%
Debt-Equity Ratio	Total Debt	Shareholder's Equity	N/A	N/A	N/A
Debt Service Coverage Ratio[1]	Earnings available for Debt Service	Debt Service	11.30	27.63	-59%
Return on Equity Ratio	Net Profit after Tax	Shareholder's Equity	15.31%	14.99%	2%
Inventory Turnover Ratio	COGS/Sales	Average Inventory	N/A	N/A	N/A
Trade Receivables Turnover Ratio	Net Credit Sales	Average Accounts Receivable	1.86	1.87	-1%
Trade Payables Turnover Ratio	Net Credit Purchase	Average Accounts Payable	2.17	2.45	-11%
Net Capital Turnover Ratio	Net Annual Sales	Working Capital (Current Assets - Current Liabilities)	4.08	4.06	0%
Net Profit Ratio	PAT	Total Income	8.00%	8.44%	-5%
Return on Capital Employed Ratio = EBIT/ Capital Employed	EBIT	Capital Employed	20.76%	20.09%	3%
Return on Investment - Liquid Funds	Income Generated from Investments	Time Weighted Average Investment	8.50%	6.88%	24%

Reasons:

1 Debt Service Coverage Ratio: due to addition of new lease (ROU).

58 Indian Accounting Standard (Ind AS) 1, Disclosure on Presentation of Financial Statements Subsequent Event- Dividend

The Board of Directors in its meeting held on April 30, 2026 considered and recommended a Final Dividend @12.5% (i.e. ₹ 1.25 per share to 32.094 Crore Equity Shares) aggregating to ₹ 4012 lakhs for the financial year 2025-26. This final dividend is in addition to Interim Dividend of ₹ 2/- per share already paid by the Company for the financial year 2025-26. The final dividend is subject to approval of shareholders in the ensuing Annual General Meeting.

59 The Board of Directors in its meeting dated 30.04.2026 have approved the company's financial statements for the FY 2025-26. CMD and/or Director Finance of the company is authorised by the Board to make necessary correction/modification/alteration in the financial statements on behalf of the Board.

As per our report of even date attached

For M/s Lunawat & Co.
Chartered Accountants
FRN : 000629N

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
CA Ramesh K Bhatia	**J S Marwah**	**V Rama Manohara Rao**	**Sanjai Kumar**
(M. No : 080160)	Company Secretary	Director Finance	Chairman & Managing Director
	(M. No. : F8075)	(DIN : 06689335)	(DIN: 06923630)

Place : New Delhi
Date : April 30, 2026

C&AG COMMENTS

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF RAILTEL CORPORATION OF INDIA LIMITED FOR THE YEAR ENDED 31 MARCH 2026

The preparation of financial statements of RailTel Corporation of India Limited for the year ended 31 March 2026 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (7) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Revised Audit Report dated 05 July 2026 which supersedes their earlier Audit Report dated 30 April 2026.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of RailTel Corporation of India Limited for the year ended 31 March 2026 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

In view of the revision(s) made in the statutory auditor's report, to give effect to some of my audit observations raised during supplementary audit, I have no further comments to offer upon or supplement to the statutory auditors' report under section 143(6)(b) of the Act.

For and on the behalf of the
Comptroller & Auditor General of India

Sd/-
Teg Singh
Principal Director of Audit
Railway Commercial, New Delhi

Place: New Delhi
Dated: 21.07.2026

159th Board Meeting held at Leh (Ladakh)

25th Annual General Meeting of RailTel

Welcome of Indian Blind Women T20 World Cup Winners at RailTel's Corporate Office

RailTel's Bhoomi Poojan of New Data Centre at Noida

Corporate Overview
Statutory Reports
Financial Statements

Republic Day Celebration

RailTel signed MoU with Kamarajar Port Limited

RAILTEL
A Navratna CPSE

RailTel signed MoU with South Asian University

Shri Manoj Tandon, Director/POM has been awarded the First Prize for his literary work titled 'Jeevan Ke Rang, Nazmon Ke Sang' by the Hon'ble Chairman and CEO of the Railway Board

RailTel has been conferred with the prestigious SCOPE Eminence Award 2022-23 in the Digital Transformation category

RAILTEL
A Navratna CPSE

RailTel's stall at AI summit 2026

RailTel's Silver Jubilee Celebration

NOTES

OPTIC FIBRE CABLE NETWORK

LEGEND

AS ON 31.03.2026

OPTIC FIBER CABLE (RKM)		63,000+

MAP NOT TO SCALE

Powered by Fiber.
Driven by Digital Trust.
Hospital Management Information System
Telecom Services
E-Office
Aadhaar Authentication Service
RailWire
VSS
rail wire
RailTel's Home Internet
रेलटेल कॉर्पोरेशन ऑफ इण्डिया लिमिटेड
(भारत सरकार का उपक्रम)
RailTel Corporation of India Limited
(A Government of India Undertaking)
CIN: L64202DL2000GOI107905
Regd. & Corporate Office:
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RailCloud
RailTel's Cloud Platform
Design & Print by: www.theashokcreative.in | 8368726531, 98189 47990