



HQ/CS/CL.24B/14893
27 July 2012

Dear Sir,

Sub: Resolutions passed at 26th Annual General Meeting (AGM) held on 27 July 2012.

This is to intimate you that all the six resolutions proposed to the Shareholders at the 26th AGM of the Company held on 27 July 2012 have been passed by the Shareholders unanimously. The resolutions passed by the Shareholders at today's meeting are attached as **Attachment 1**.

Thanking you,

Yours faithfully,
For Tata Communications Limited

Rishabh Aditya
Dy. Company Secretary & VP

To:

- 1) Security Code 500483, The Stock Exchange, Mumbai. Fax No.(22) 2272 2037,39,41
- 2) Security Code TATACOMM, The Asst. Manager (Listing), National Stock Exchange of India Limited. Fax Nos.: (22) 2659 8237,238, 347,348
- 3) National Securities Depository Ltd. Fax Nos. : 2497 2993.
- 4) The Bank of New York. Fax No.2204 4942.
- 5) Sharepro Services (India) Pvt. Ltd. Fax No. 2837 5646
- 6) Marc H. Iyeki, Director, New York Stock Exchange, Fax No: (212) 656-5071,72
- 7) Central Depository Services (India) Limited. Fax : 2267 3199.

TATA COMMUNICATIONS

Tata Communications Limited

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ATTACHMENT 1

**RESOLUTIONS PASSED AT THE 26TH ANNUAL GENERAL MEETING
HELD ON 27 JULY 2012**

RESOLUTION NO. 1 - Ordinary Resolution

“RESOLVED THAT the audited Profit and Loss Account for the period from 1 April 2010 to 31 March 2011 and the Balance Sheet as at 31 March 2011 along with the Schedules and Notes thereon and the Directors’ Report for that year be and are hereby approved and adopted.”

RESOLUTION NO. 2 - Ordinary Resolution

“RESOLVED THAT as recommended by Directors a dividend at the rate of `2/- (Rupees Two only) per share of `10/- (Rupees Ten) each out of the profits of the year on 285 million (Two Hundred & Eighty Five million) equity shares of `10/- (Rupees Ten) each amounting to `570 million (Rupees Five Hundred and Seventy million only) be approved and the said dividend be paid in accordance with Section 205 and other applicable provisions of the Companies Act, 1956:

- (i) to those shareholders whose names appear on the Company’s Register of Members after giving effect to all valid share transfers in physical form lodged with the Registrar & Transfer Agents (R&T Agents) of the Company on or before Tuesday, 17 July 2012.
- (ii) in respect of shares held in electronic form, to those “deemed members” whose names appear in the statements of beneficial ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the end of business on Tuesday, 17 July 2012. In respect of shares held in demat mode, the dividend will be paid on the basis of beneficial ownership as per details to be furnished by NSDL and CDSL for this purpose.”

RESOLUTION NO.3 - Ordinary Resolution

“RESOLVED THAT Mr. Amal Ganguli who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment, be and is hereby appointed as Director liable to retire by rotation.”



RESOLUTION NO.4 - Ordinary Resolution

“RESOLVED THAT Mr. S. Ramadorai who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment, be and is hereby appointed as Director liable to retire by rotation.”

RESOLUTION NO.5 - Ordinary Resolution

“RESOLVED THAT Dr. Ashok Jhunjhunwala who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment, be and is hereby appointed as Director liable to retire by rotation.”

RESOLUTION NO.6 - Special Resolution

“RESOLVED THAT pursuant to Section 224 A and other applicable provisions, if any, of the Companies Act, 1956, M/s. S.B. Billimoria & Co., Chartered Accountants be and are hereby appointed Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to examine and audit the accounts of the Company for the financial year 2012-13 on such remuneration as may be mutually agreed upon between the Board of Directors and the Auditors, plus reimbursement of service tax, travelling and out of pocket expenses.”

“RESOLVED FURTHER THAT the Auditors of the Company be and are hereby authorized to carry out (either themselves or through qualified associates) the audit of the Company’s accounts maintained at all its branches and establishments (whether now existing or acquired during the financial year ending 31 March 2013) wherever in India or abroad.”

A handwritten signature in black ink, appearing to be 'RA' with a flourish underneath.