

To,

Date: 15<sup>th</sup> November, 2021

The Secretary-Listing Department

The National Stock Exchange of India Ltd. - NSE Emerge Platform

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra (E), Mumbai - 400051

**Ref: Scrip Code/Symbol: UNIINFO**

**Subject: Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"). Please find enclosed herewith copy of the Notice of Postal Ballot of the Company dated November 13, 2021, is being sent to the shareholders of the Company whose names appear in the Register of Members/list of Beneficial Owners as received from Depositories/RTA as on Friday, 12<sup>th</sup> November, 2021 ("cut-off date").

The approval by way of Special Resolution through remote e-voting for the following matter:

Sr. No.	Description of the Resolution
1.	MIGRATION FROM SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE-EMERGE) TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED

The remote e-voting period will commence on Wednesday, 17<sup>th</sup> November, 2021, at (09:00 A.M. IST) and ends on Thursday, 16<sup>th</sup> December, 2021 at (05:00 P.M. IST) both days inclusive.

Kindly take the same on your records and oblige.

Thank You

For Uniinfo Telecom Services Limited

  
Astha Jain

Company Secretary & Compliance Officer

Membership No. A55391



**POSTAL BALLOT NOTICE**

**(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)**

To Members of the Company,

**Notice** is hereby given that the resolution set out below is proposed to be passed by the members of Uniinfo Telecom Services Limited (“the **Company**”) by means of Postal Ballot, only by way of remote e-voting process (“**e-voting**”), pursuant to Section 110 of the Companies Act, 2013 (“**the Act**”), Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021, issued by the Ministry of Corporate Affairs (“**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors has appointed CS Manish Maheshwari, a Practising Company Secretary, (Membership No.: 5174, COP No. 3860), Proprietor of M/s. M. Maheshwari & Associates, Company Secretaries, Indore as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

As permitted under the MCA Circular, the Company is sending the Notice in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act read with the rules framed thereunder and the MCA Circular, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members can vote on resolution through remote e-voting facility only. Assent or dissent of the members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circular.

Members are requested to follow the procedure as stated under the instructions for casting of votes by e-voting which is enclosed. The Company has engaged the services of Central Depository Services (India) Limited (“**CDSL**”) as its agency for providing e-voting facility to its members. Only members as on Friday, November 12, 2021 (the “**Cut Off Date**”) are entitled to vote under the e-voting facility offered by the Company, and any other recipient of the Notice who has no voting rights should treat the Notice for information purpose only.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Mr. Kishore Kumar Bhuradia Chairman of the Company or any person authorized by him. The results of e-voting will be announced on or before Saturday, December 18, 2021 and will be displayed on the Company's website [www.uni-info.co.in](http://www.uni-info.co.in) and will also be communicated to the National Stock Exchange of India Limited and Central Depository Services (India) Limited ("CDSL"). The Company will also display the results of the Postal Ballot at its Registered Office.

**SPECIAL BUSINESS:**

**MIGRATION FROM SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE-EMERGE) TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED:**

To consider and, if thought fit, to pass with or without modification(s) as may deem fit the following, as a **Special Resolution:**

**"RESOLVED THAT** pursuant to Regulation 277 and other relevant provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**"), and other applicable provisions, if any, of the Companies Act 2013, and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, and subject to the applicable Laws and by-laws and rules and regulations of National Stock Exchange of India Limited and subject to the approval of other statutory authorities, if any, the consent of the members of the Company be and is hereby accorded for purpose of migration of the Company's present listing from SME Platform of National Stock Exchange of India Ltd. ("**NSE Emerge**") to the Main Board of National Stock Exchange of India Ltd. ("**NSE**") and upon Migration, the said Equity Shares be get listed and traded on the Capital Segment (Main Board) of NSE from the date of Migration / getting listed and admitted to deal on Main Board of NSE;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfill all such legal formalities in the connection and to form any committee if it think and deem fit, delegate all or any of the power herein conferred to any of such Committee of the Directors or to any Director/ officer of the Company and to appoint any such attorney/ person to represent before the concerned authority and to delegate such power to such person/ representative, to give effect to this resolution."

By order of the Board of Directors  
For **Uniinfo Telecom Services Limited**

**Astha Jain**  
**Company Secretary**  
**Membership No.: - A55391**

**Place:** Indore  
**Date:** November 13, 2021

**Registered Office:**  
403, Chetak Centre,  
12/2 RNT Marg, Indore (M.P.)-452001  
**CIN:** L64202MP2010PLC024569  
**Website:** [www.uni-info.co.in](http://www.uni-info.co.in); **E-mail:** [telecom@uni-info.co.in](mailto:telecom@uni-info.co.in)  
**Tel:** +91 731 4208091

**NOTES:**

1. Pursuant to Section 102 of the Companies Act 2013, setting out the facts concerning the business of resolution mentioned in this Postal Ballot Notice is annexed hereto.
2. The Company is pleased to provide voting by electronic means (remote e-voting) to the Members, to enable them to cast their voted electronically on the proposed resolution. The Company has engaged the services of CDSL to provide remote e-voting facility to its Members. Detailed instructions on remote e-voting forms integral part of this Notice.
3. The Postal Ballot Notice is being sent to the Members who have registered their email address with the Company/Registrar and Transfer Agent of the Company as on cut-off date i.e. Friday, November 12, 2021. The Postal Ballot Notice is being sent to Members by email who have registered their email addresses with their Depository Participants or with the Company's Registrar & Share Transfer Agent. For Members whose email IDs are not registered, physical Copies of the Postal ballot Notice are being sent by permitted mode along with a postage prepaid self-addressed Envelope. The Postal Ballot Notice will be available on the Company's Website [www.uni-info.co.in](http://www.uni-info.co.in).
4. Members whose names appear on the Registrar of Members/List of Beneficial Owners as on Friday, November 12, 2021 will be considered for the purpose of voting through e-voting/physical Ballot.
5. Members cannot exercise their vote by proxy on Postal Ballot.
6. In case of shares held by Companies, Trust etc. the duly completed Postal Ballot Form should be accompanied by the relevant Board Resolution/Authority Letter duly certified by Authorised Signatory (ies).
7. The Members can opt for only one mode of voting i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, votes cast through e-voting shall be treated as valid and votes cast through physical Postal Ballot Form will be treated as invalid.
8. In compliance with Section 108 and 110 of the Companies Act, 2013 and the Rules made thereunder and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company has provided the facility to the Members to exercise their votes electronically and vote on all the resolutions through the e-voting service facility arranged by CDSL. The instructions for e-voting forms part of this Notice.
9. **The e-voting commences on Wednesday, 17<sup>th</sup> November, 2021, at (09:00 A.M. IST) and ends on Thursday, 16<sup>th</sup> December, 2021 at (05:00 P.M. IST) both days inclusive.** E-voting shall be disabled by CDSL at 05:00 P.M. on 16<sup>th</sup> December, 2021. During this period, the Members of the Company holding equity shares either in physical form or dematerialized form, as on Friday, November 12, 2021 ("cut-off date"), may cast their vote electronically. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
10. Members desiring to exercise their vote by physical Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed, in the enclosed postage prepaid self-addressed Envelope to the Scrutinizer, so that it reaches to the Scrutinizer not later than close of working hours (i.e. upto 5:00 PM IST) on Thursday, December 16, 2021. Envelopes containing Postal Ballot form, if sent by courier or registered post or speed post at the expense of Members, will also be accepted. Any Postal ballot received after 5:00 PM IST on Tuesday, December 16, 2021 will be considered as invalid.
11. Resolutions, if passed by the requisite majority, shall be deemed to have been passed as if it has been passed at a General Meeting of the Members.

12. Relevant documents referred to in the Notice are open for inspection by the members at the registered office of the Company during normal business hours on all working days (i.e. except Sunday and public holidays) up to the last date for receiving the assent or dissent of the Members.
13. Any query/ grievances relating to the postal ballot process may be addressed to the Company Secretary of the Company through email at [complaine@uni-info.co.in](mailto:complaine@uni-info.co.in).
14. The Postal Ballot Notice is also placed on the website of the company [www.uni-info.co.in](http://www.uni-info.co.in). The Postal Ballot Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE Emerge Platform at <https://www1.nseindia.com/emerge/>.
15. The Board has appointed CS Manish Maheshwari, Practicing Company Secretary (M. No. FCS 5174 & C.P. No. 3860) and Proprietor of M/s. M. Maheshwari & Associates, Company Secretaries, Indore as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.
16. The Results of the Postal Ballot shall be placed on the website of the Company - [www.uni-info.co.in](http://www.uni-info.co.in) and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the NSE Emerge.
17. The Company has entered into an arrangement with CDSL for facilitating remote e-voting. The instructions for Members for remote e-voting electronically are as follows:

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on Wednesday, 17<sup>th</sup> November, 2021, at 09:00 AM (IST) and ends on Thursday, 16<sup>th</sup> December, 2021 at 05:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, November 12, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.  
  
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting.</p>

**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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

**(iv) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [compliance@uni-info.co.in](mailto:compliance@uni-info.co.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

- a. For Physical shareholders- please provide necessary details like 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 Aadhaar Card) by email to Company email ID - [www.uni-info.co.in](http://www.uni-info.co.in) /RTA email id [mumbai@linkintime.co.in](mailto:mumbai@linkintime.co.in).
- b. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- c. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or call on 022-23058542/43.

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

The Equity Shares of the Company are listed and traded on SME platform of National Stock Exchange of India Limited ("**NSE Emerge**") w.e.f. March 15, 2018

The Company has been performing consistently and has increased its business operations year by year. The listing of Equity Shares of the Company enhanced transparency in the functioning and the Company has been benefitted. Over the period, the Company gained a good experience of compliances, Board procedures, Corporate governance practices on account of SME listing and the Company is geared up for moving on to the Main Board of National Stock Exchange of India Limited ("**NSE**").

In terms of present rules/regulations, the Equity Shares which are presently listed & traded on NSE Emerge can be migrated to Main Board of NSE after an initial period of 2 years from the date of listing as per the guidelines specified and the procedures laid down under Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**").

At Present, our Company has been listed and traded on the NSE Emerge (Listed on March 15, 2018 for more than two years and as the paid up capital is of Rupees 10,69,31,200 constituting 1,06,93,120 Equity Shares of face value Rupees 10 each. Our Company is well poised and eligible to make an application to NSE for listing of 1,06,93,120 Equity Shares of face value of Rupees 10 each on Main Board of NSE as per the guidelines specified by Securities and Exchange Board of India under Chapter IX of ICDR Regulations and criteria laid down by NSE for Migration and subject to all applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015, applicable guidelines/circulars/notifications issued by the NSE, approvals of Statutory/Regulatory Authorities, if any and subject to approval of Shareholders by way of Special Resolution.

The members are, therefore, requested to accord their approval for Migration of Listing/ Trading of Equity Shares of the company from NSE EMERGE to Main Board of NSE as set out in the resolution.

The Listing of the Equity Shares on the Main Board of NSE would need to be approved by the Shareholders of the Company by passing a special resolution through Postal Ballot. Further, as per Regulation 277 of ICDR Regulations, the resolution shall be passed by requisite majority i.e. shareholders other than promoters in favour of the proposal shall amount to at least two times the number of Votes cast by shareholders other than promoter shareholders against the proposal.

The Company would approach NSE with necessary application for Migration upon receipt of approval of the Public Shareholders. It is in the interest of all the Shareholders including public Shareholders to approve the proposal for Migration of the present listed Equity Shares of the Company on the Main Board of NSE.

The Board recommends the matter and the resolution for the approval of the Members by way of passing Special Resolution.

None of the Promoter(s), Director(s), Manager(s) and Key Managerial Personnel(s) and their relative(s) is/are, in any way, concerned or interested in the said resolution, except to the extent of their equity shareholdings held by them in the Company.

By order of the Board of Directors  
For **Uniinfo Telecom Services Limited**

**Astha Jain**  
**Company Secretary**  
**Membership No.: - A55391**

**Place:** Indore  
**Date:** November 13, 2021

**Registered Office:**  
403, Chetak Centre,  
12/2 RNT Marg, Indore (M.P.)-452001  
**CIN:** L64202MP2010PLC024569  
**Website:** [www.uni-info.co.in](http://www.uni-info.co.in); **E-mail:** [telecom@uni-info.co.in](mailto:telecom@uni-info.co.in)  
**Tel:** +91 731 4208091

**POSTAL BALLOT FORM**

Name of the Sole/First named Shareholders	
Registered Address of the Sole/First Holders	
Name of the Joint Holders (s), if any	
Registered Folio Number/DP ID No./Client ID No.* (Applicable to investors holding Shares in dematerialized form)	
Class of Shares	
Number of Equity Shares held	

I/ We hereby exercise my/ our vote in respect of the following special resolution to be passed through Postal Ballot for the Special Business stated in the Notice of Postal Ballot dated November 13, 2021 of the Company, by sending my/ our assent or dissent to the said special resolution by placing a tick ( ) mark at the appropriate box below

Sr. No.	Description	Type of Resolution	No. of Equity Shares held	I/We assent to the Resolution (FOR) (✓)	I/We Dissent to the Resolution (AGAINST) (✓)
1.	Special Resolution for Migration of Listing & Trading of the Equity Shares of the Company from National Stock Exchange of India Limited (NSE) SME Platform (i.e. Emerge) to Main Board of National Stock Exchange of India Limited (NSE)	Special			

**Place:**

**Date:**

\_\_\_\_\_  
(Signature of Member)\*

**\*(In case of Authorized Representative of a Body Corporate, Certified copy of the relevant Authorization viz. Board Resolution/Authority Letter should be sent along with postal ballot form)**

**Notes:**

- If you opt for e-voting, there is no need to fill up and sign this form.
- Last Date for receipt of Postal Ballot Form is Thursday, 16<sup>th</sup> December, 2021.

Please read the instructions printed overleaf carefully before casting your Vote.

**GENERAL INSTRUCTIONS:**

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier/speed post at the expense of the Member will also be accepted. No other Form or Photocopy of the Postal Ballot will be permitted.
2. This Ballot Form is provided for the benefit of the members not having access to the remote e-voting facility, to enable them to send their assent or dissent by postal ballot.
3. The members can opt for only one mode of voting, i.e. either by physical Ballot or e-voting. In case members have cast their votes through both the modes, votes cast through e-voting shall be treated as valid and votes cast through physical Postal Ballot Form will be treated as invalid.
4. The Company has appointed CS Manish Maheshwari, Practicing Company Secretary (M. No. FCS 5174 & C.P. No. 3860) and Proprietor of M/s. M. Maheshwari & Associates, Company Secretaries, Indore as the Scrutinizer to conduct the Postal Ballot process and e-voting process in a fair and transparent manner.
5. **For detailed instructions on e-voting, please refer detailed the instructions appended to the Postal Ballot Notice of the Company.**
6. There will be one Ballot Form for every folio/client ID, irrespective of joint holders.

**PROCESS AND MANNER FOR MEMBERS OPTING TO VOTE THROUGH PHYSICAL POSTAL BALLOT FORM:**

7. The member desirous of exercising the vote by Postal Ballot should fill the Postal Ballot Form in all respects, sign and sent it to the Scrutinizer.
8. Consent must be accorded by placing a tick mark [ ] in the column 'I / we assent to the resolution' or dissent must be accorded by placing a tick mark [ ] in the column 'I / we dissent to the resolution.
9. The Postal Ballot Form should be signed by the members as per the specimen signature registered with Company/Depository Participants. In case shares are jointly held, this form should be filled and signed (as per specimen signature registered with Company) by the first named and in his/her absence, by the next named member. Holders of Power of Attorney (POA) on behalf of the member may vote on the Postal Ballot mentioning the registration No. of the POA or enclosing an attested copy of POA, unsigned Postal Ballot Form will be rejected.
10. Duly complied Postal Ballot Form should reach the Scrutinizer not later than 5:00 PM IST on Thursday, December 16, 2021. If any Postal Ballot Form is received after the aforesaid date & time, it will be considered that no reply from such Member has been received.
11. The voting shall be reckoned in proportion to a member's share of the paid-up share capital of the Company as on Friday, 12<sup>th</sup> November, 2021.
12. In case of Companies, Trusts, Societies etc., the duly completed Postal Ballot form should be accompanied by a certified true copy of Board Resolution/Authority Letter and preferably with attested specimen signature(s) of the duly authorized signatory(s) giving requisite authority to the person voting on the Postal Ballot Form.
13. The exercise of vote by Postal Ballot is not permitted by proxy.
14. Incomplete, unsigned, improperly or incorrectly tick mark Postal Ballot Form will be rejected.
15. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
16. The Scrutinizer's decision on the validity of the postal ballot shall be final.
17. The results of Postal Ballot will be announced on or before Saturday 18<sup>th</sup> December, 2021, and will be displayed on the Company's website [www.uni-info.co.in](http://www.uni-info.co.in) and will also be communicated to the National Stock Exchange of India Limited, The Company will also display the results of the Postal Ballot at its Registered Office.
18. The votes of a Member will be considered invalid on any of the following grounds by the Scrutinizer:
  - a) unsigned Postal Ballot Forms will be rejected;
  - b) if the Member's signature does not tally with the specimen signatures with the Company;
  - c) if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of Shares held;
  - d) if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
  - e) if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either, the Member, or the number of votes, or as to whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified or one or more of the above grounds ; and f. Postal Ballot Form, signed in representative capacity, is not accompanied by the certified copy of the relevant specific authority.