

Date: 26th October, 2021

To,
The Secretary – Listing Department
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: Minutes of the 11th Annual General Meeting.

Dear Sir/Madam,

With reference to the Regulation 30 read with Schedule III of SEBI (LODR) Regulation, 2015, we hereby submit the Minutes of 11th Annual General Meeting of the Company held on Wednesday, 29th September, 2021 at 12:00 P.M. and concluded at 12:15 P.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) for which purpose the Registered Office situated at 403, Chetak Centre, 12/2 RNT Marg, Indore (M.P.) – 452001, shall be deemed as the Venue for the meeting.

Kindly take the same on your records and oblige.

Thanking You

Yours Faithfully,

For Uniinfo Telecom Services Limited


Astha Jain

Company Secretary & Compliance Officer



Enclosed: Minutes of the 11th Annual General Meeting.

HELD AT.....ON.....TIME.....

MINUTES OF THE 11TH ANNUAL GENERAL MEETING OF THE MEMBERS OF UNINFO TELECOM SERVICES LIMITED HELD ON WEDNESDAY, 29TH SEPTEMBER, 2021 AT 12.00 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVC) FOR WHICH PURPOSE THE REGISTERED OFFICE SITUATED AT 403, CHETAK CENTRE, 12/2 RNT MARG, INDORE (M.P.) - 452001, SHALL BE DEEMED AS THE VENUE FOR THE MEETING.

Serial Number of the meeting - AGM/11/2020-21

Time of Commencement of Meeting: 12.00 p.m.

Time of Conclusion of Meeting: 12.15 p.m.

1. DIRECTORS PRESENT:

Mr. Kishore Kumar Bhuradia : Chairman & Managing Director

Mr. Pranay Kumar Parwal : Wholetime Director

Mr. Anil Kumar Jain : Wholetime Director

Mr. Prakash Chandra Chhajed : Independent Director
(also, as the Chairman Audit Committee, Nomination & Remuneration Committee & Independent Director Meeting)

Mr. Pramod Deogirikar : Independent Director

Mrs. Sudha Rathi : Independent Director
(also, as the Chairperson of Corporate Social Responsibility Committee & Stakeholder Relationship Committee)

ALSO, PRESENT:

Mr. Anil Kumar Jain : Chief Financial Officer (CFO)

CS Manish Maheshwari : Secretarial Auditor & Scrutinizer

CA Abhay Sharma : Statutory Auditor

IN ATTENDANCE

Ms. Astha Jain : Company Secretary & Compliance Officer

CHAIRMAN'S
INITIALS

HELD AT.....ON.....TIME.....

CHAIRMAN:

Mr. Kishore Kumar Bhuradia was the Chairman of the Meeting. Mr. Kishore Kumar Bhuradia took the chair. He extended the warm welcome to all the members present, Directors, Secretarial Auditor and all other persons present in the meeting.

NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM:

As per records made available by M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent on the Cut-off date i.e. 22nd September, 2021 there were 467 members of the Company who were entitled to attend and vote at the 11th Annual General Meeting and Minimum 05 members were required to constitute the valid quorum for the 11th AGM.

PRESENCE OF QUORUM:

At the 11th Annual General Meeting total 07 (Seven) Members were present through Video Conferencing and participated at the AGM.

BOOKS & STATUTORY REGISTER:

The Company Secretary informed that the Register of Director and Key Managerial Personnel and their shareholding and Share Transfer Book and the Register of Member along with other statutory books, as required under provisions of the Companies Act, 2013 have been available for inspection of the members.

PROCEEDINGS AT THE AGM:

As per Article 102 of the Article of Association of the Company Mr. Kishore Kumar Bhuradia, Chairman of the Company occupied the Chair for the Meeting. The requisite quorum being present, the Chairman called the meeting in order.

The Company Secretary informed the Members that the meeting is being held through video conferencing in accordance with the circulars and guidelines issued by MCA and SEBI. The Company Secretary, Ms. Astha Jain introduced the Directors through roll call and Chairman of the Audit Committee Mr. Prakash Chandra Chhajed is also available.

HELD AT.....ON.....TIME.....

The Chairman thereafter delivered the chairman speech to the members at the Annual General Meeting. The Company Secretary further informed that Notice of convening 11th Annual General Meeting, Director's report along with annexures thereto, the Audited Financial statements along with notes for the financial year ended March 31st, 2021. The Statutory Auditor's and Secretarial Audit report for the financial year ended March 31st, 2021 have already been circulated to members by electronic mode as per the records of Registrar and to other members of the company physically.

The Company Secretary, Ms. Astha Jain informed that the members who do not have the copy the Annual report of the company can collect the same from the desk where it is made available.

Thereafter the Company Secretary requested the Members to consider and cast the e-votes on the ordinary businesses if not done so as mentioned in the Notice of AGM for Item No. 1, 2 and 3 and on the instructions of the Chairman the CS read out the following Agenda Items one by one.

Sr. No.	Type of Resolution	Item
1.	Ordinary	To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the year ended 31 st March, 2021, including the Audited Balance Sheet as on 31 st March, 2021, the statement of profit and loss and Cash Flow Statement for the year ended and the Reports of the Board of Directors and Auditors Report thereon.
2.	Ordinary	To appoint a Director in place of Mr. Pranay Kumar Parwal (DIN: 03257731), who retires by rotation and being eligible offer himself for re-appointment.
3.	Ordinary	To appoint M/s A B M S & Associates Chartered Accountants, Indore (M.P.) as Statutory Auditor for the period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting (11 th AGM) till the conclusion 16 th Annual General Meeting of the Company, to fill the casual vacancy caused by resignation of M/s A.P.G. & Associates, Chartered Accountants, Indore (M.P.).

CHAIRMAN'S
INITIALS

HELD AT.....ON.....TIME.....

REMOTE E-VOTING & VOTING AT AGM VENUE

The Company Secretary, Ms. Astha Jain informed that as per the requirements of the Companies Act, 2013 the Remote-E-voting was commenced from 26th September, 2021 at 9:00 A.M. and has already completed on 28th September, 2021 at 5.00 P.M. (I.S.T.) and voting at the General Meeting shall be conducted electronically.

The Members who is in the records of the Company as on the cut-off date i.e. 22nd September, 2021 shall only be entitled to participate in the voting process.

The members can vote electronically in the meeting. Member who has already casted his vote by Remote E-voting shall not be entitled to caste their e-vote during the meeting.

No query has been registered or raised from shareholders.

The Company Secretary considered and informed to the members that the results of the Meeting would be announced within 48 hours from the conclusion of the Annual General Meeting upon receipt of report from Scrutinizer and the same shall be posted on the website of the Company, NSE Emerge Platform and CDSL. The date of passing of resolutions would be the date of AGM i.e. 29th September, 2021.

ALL THE RESOLUTIONS AS PER THE NOTICE CONVENING THE AGM WERE PASSED AS DETAILED BELOW: -**ORDINARY BUSINESS: -****1. ADOPTION OF FINANCIAL STATEMENTS: -**

To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the year ended 31st March, 2021, including the Audited Balance Sheet as on 31st March, 2021, the statement of profit and loss and Cash Flow Statement for the year ended and the Reports of the Board of Directors and Auditors Report thereon and in this regard pass the following Resolution as an Ordinary Resolution:

HELD AT.....ON.....TIME.....

"RESOLVED THAT the Audited Financial Statements of the Company (including the Consolidated Financial Statements) for the financial year ended 31st March, 2021 including Audited Balance Sheet as at 31st March, 2021, the Statement of Profit & Loss Account and the Cash Flow Statement for the year ended together with the Board Reports and Auditors Report thereon be and are hereby considered and adopted."

The Results of the Voting are as under: -

Resolution required: (Ordinary/Special)			Ordinary					
Whether Promoter/Promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares = $[(2)/(1)] * 100$	No. of Votes - in favour	No. of Votes - in against	% of Votes Polled in favour on votes polled = $(4)/(2)] * 100$	% of Votes Polled in against on votes polled = $(5)/(2)] * 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting	5444080	5444080	100	5444080	0	100	0
	Poll							
	Postal Ballot							
	Total	5444080	5444080	100	5444080	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll							
	Postal Ballot							
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	5249040	97280	1.85	95280	2000	97.94	2.06
	Poll							
	Postal Ballot							
	Total	5249040	97280	1.85	95280	2000	97.94	2.06
Total		10693120	5541360	51.82	5539360	2000	99.96	0.04

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 1 was passed by requisite Majority as an Ordinary Resolution.

2. DIRECTOR LIABLE TO RETIRE BY ROTATION: -

To appoint a Director in place of Mr. Pranay Kumar Parwal (DIN: 03257731), who retires by rotation and being eligible offer himself for re-appointment, and in this regard, pass the following resolution as an Ordinary Resolution: -

HELD AT.....ON.....TIME.....

“RESOLVED THAT Mr. Pranay Kumar Parwal (DIN: 03257731), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

The Results of the Voting are as under: -

Resolution (Ordinary/Special)		required:		Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution?		No		No				
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares = $\frac{(2)}{(1)} \times 100$	No. of Votes - in favour	No. of Votes - in against	% of Votes Polled in favour on votes polled = $\frac{(4)}{(2)} \times 100$	% of Votes Polled in against on votes polled = $\frac{(5)}{(2)} \times 100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter group	E-Voting Poll	5444080	5444080	100	5444080	0	100	0
	Postal Ballot							
	Total	5444080	5444080	100	5444080	0	100	0
Public Institutions	E-Voting Poll	0	0	0	0	0	0	0
	Postal Ballot							
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting Poll	5249040	97280	1.85	97280	0	100	0
	Postal Ballot							
	Total	5249040	97280	1.85	97280	0	100	0
Total		10693120	5541360	51.82	5541360	0	100	0

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 2 was passed by requisite Majority as an Ordinary Resolution.

3. APPOINTMENT OF STATUTORY AUDITOR:-

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

“RESOLVED THAT pursuant to Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any Statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), M/s A B M S & Associates, Indore (M.P.), who was appointed in the EGM

HELD AT.....ON.....TIME.....

as Statutory Auditors of the Company until the conclusion of this AGM to fill the casual vacancy caused by resignation of M/s A.P.G. & ASSOCIATES, Chartered Accountants, [FRN: 119598W] Indore (M.P.).

RESOLVED FURTHER THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s A B M S & Associates, Indore (M.P.), be and is hereby appointed as Statutory Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting (11th AGM) till the conclusion 16th Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

The Results of the Voting are as under: -

Resolution required:		Ordinary						
(Ordinary/Special)								
Whether Promoter/Promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares = $[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - in against	% of Votes Polled in favour on votes polled = $(4)/(2)*100$	% of Votes Polled in against on votes polled = $(5)/(2)*100$
Promoter and Promoter group	E-Voting	5444080	5444080	100	5444080	0	100	0
	Poll							
	Postal Ballot							
	Total	5444080	5444080	100	5444080	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll							
	Postal Ballot							
	Total	0	0	0	0	0	0	0
Public Non-Institutions	E-Voting	5249040	97280	1.85	97280	0	100	0
	Poll							
	Postal Ballot							
	Total	5249040	97280	1.85	97280	0	100	0
Total		10693120	5541360	51.82	5541360	0	100	0

HELD AT.....ON.....TIME.....

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 3 was passed by requisite Majority as an Ordinary Resolution.

The Company Secretary considered and informed to the members that the results of the Meeting would be announced within 48 hours from the conclusion of the Annual General Meeting upon receipt of report from Scrutinizer and the same shall be posted on the website of the Company, NSE Emerge Platform and CDSL. The date of passing of resolutions would be the date of AGM i.e. 29th September, 2021.

SCRUTINIZERS REPORT:

After receiving the Scrutinizers and Consolidated Report on Remote E-Voting and E-Voting at AGM for the 11th Annual General Meeting dated 29th September, 2021, the Chairman declared the following results, on the basis or report submitted by the scrutinizer on 29th September, 2021 for the 11th Annual General Meeting and also declared that the date of the passing of the resolutions shall be considered as the date of the Annual General Meeting, i.e. 29th September, 2021, as under for all the purposes.

DECLARATION OF RESULTS FOR THE BUSINESSES PROPOSED AT THE 11TH ANNUAL GENERAL MEETING:

With due consideration of the Scrutinizer's Report, the Chairman declared the following results for the 11th Annual General Meeting held on Wednesday, 29th September, 2021 at 12:00 P.M

VOTE OF THANKS:

There was no other business to be transacted the Meeting declared as concluded by the Chairman, at 12:15 P.M. on 29th September, 2021, with a vote of thanks to the Chair given by CS Astha Jain.

Place: Indore

Date: 23.10.2021



**Kishore Kumar Bhuradia
Chairman**