

# VINDHYA TELELINKS LIMITED

CIN: L31300MP1983PLC002134

Registered Office:

Udyog Vihar, P.O. Chorhata, Rewa-486 006 (M.P.), India  
Telephone No. (07662) 400400 • Fax No. (07662) 400591  
Email: headoffice@vtlrewa.com • Website: www.vtlrewa.com

## PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

|                          |  |
|--------------------------|--|
| Name of the member(s)    |  |
| Registered address       |  |
| E-mail Id                |  |
| Folio No/DP Id/Client Id |  |

I/We, being the member(s) \_\_\_\_\_ of equity shares of the above named Company, hereby appoint:

- Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him;
- Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him; and
- Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Eighth Annual General Meeting of the Company, to be held on Thursday, the September 23, 2021 at 11.30 A.M. at the Registered Office of the Company at Udyog Vihar, P.O. Chorhata, Rewa – 486 006 (M.P.), India and at any adjournment thereof in respect of the following resolutions:

| Ordinary Business |   | *For | *Against |
|-------------------|---|------|----------|
| 1.                | (a) Adoption of audited Financial Statements of the Company for the financial year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon.   |      |          |
|                   | (b) Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and Report of Auditors thereon.  |      |          |
| 2.                | Declaration of Dividend on Equity Shares for the financial year ended March 31, 2021.   |      |          |
| 3.                | Re-appointment of Justice Dilip Ganesh Karnik (Retired) (DIN: 06419513), as a Director, who retires by rotation.  |      |          |
| Special Business  |   |      |          |
| 4.                | Ratification of remuneration to be paid to Cost Auditors of the Company for the financial year ending on March 31, 2022.  |      |          |
| 5.                | Appointment of Dr.Dhanpat Ram Agarwal (DIN: 00322861) as a Non-Executive Non-Independent Director of the Company pursuant to Notice received from a member under Section 160 of the Companies Act, 2013.  |      |          |
| 6.                | Appointment of Justice Shyamal Kanti Chakrabarti (Retired) (DIN: 08953661) as a Non-Executive Non-Independent Director of the Company in place of Justice Dilip Ganesh Karnik (Retired), Director pursuant to Notice received from a member under Section 160 of the Companies Act, 2013. |      |          |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Signature of shareholder : \_\_\_\_\_

Signature of Proxy holder(s) : \_\_\_\_\_

Affix  
Revenue  
Stamp

### NOTES:

- This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company at Udyog Vihar, P.O. Chorhata, Rewa – 486 006 (M.P.), India, not less than FORTY EIGHT (48) hours before the commencement of the Meeting.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice dated 29<sup>th</sup> June, 2021 and Addendum to the Notice dated 9<sup>th</sup> September, 2021 of the Thirty Eighth Annual General Meeting.
- It is optional to put a '✓' in the appropriate column against the resolutions indicated above. If you leave 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.