



NOTICE

Notice is hereby given that the Fourteenth (14th) Annual General Meeting of Tata Tele NXTGEN Solutions Limited (the "Company") will be held on **Thursday, June 20, 2024, at 1215 hours (IST)** through Video Conferencing facility or Other Audio Video Means to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Harjit Singh (DIN:09416905), who retires by rotation and being eligible, offers himself for re-appointment.

Registered Office:

10th Floor, Tower - I,
Jeevan Bharati, 124,
Connaught Circus,
New Delhi – 110 001
CIN: U74110DL2010PLC205811
E-mail: rishabh.aditya@tatatel.co.in
Tel: 011- 23327072

Place: Navi Mumbai
Date: May 27, 2024

By order of the Board
For Tata Tele NXTGEN Solutions Limited

Rishabh Nath Aditya
Company Secretary
(FCS 3598)

TATA TELE NXTGEN SOLUTIONS LIMITED

D-26, TTC Industrial Area, MIDC Sanpada, P.O. Turbhe, Navi Mumbai - 400 703

Tel.: +91 22 6661 5111 | Email: investor.relations@tatatel.co.in

Registered Office -: Jeevan Bharati, Tower - I, 10th Floor, 124 Connaught Circus, New Delhi - 110 001

CIN:- U74110DL2010PLC205811



NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013, and the rules made thereunder on account of the threat posed by Covid-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023, in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")" (collectively referred to as "MCA Circulars"), permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue on or before September 30, 2024. Accordingly, in compliance with the provisions of the Companies Act, 2013 (the "Act") and MCA Circulars, the 14th AGM of the Company is scheduled to be held through VC/OAVM. The deemed venue for the 14th AGM will be the Registered office of the Company.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, 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. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC/OAVM are requested to send a certified copy of the Board Resolution to the Company Secretary by e-mail at Rishabh.aditya@tatatel.co.in.
4. 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 Act.
5. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Director seeking re-appointment at this AGM is also annexed. Requisite declarations have been received from the Director for seeking re-appointment.

A handwritten signature in blue ink, appearing to be 'RASHA' or similar, located at the bottom right of the page.



6. The Members can join the AGM in the VC/OAVM mode 10 minutes before the scheduled time of the commencement of the AGM by clicking on the following link:

Microsoft Teams

[Join the meeting now](#)

Meeting ID: 431 566 726 074

Passcode: wjBLaw

Join on a video conferencing device

Tenant key: tatatel@m.webex.com

Video ID: 132 581 152 9

[More info](#)

For organizers: [Meeting options](#)

7. In accordance with the MCA Circulars, the Notice of the AGM along with the Annual Report for the financial year 2023-2024 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company.
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to the Company Secretary at Rishabh.aditya@tatatel.co.in in case the shares are held in physical form, quoting their folio no. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an e-mail to the Company Secretary at Rishabh.aditya@tatatel.co.in.
10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member in a timely manner.
11. To support the 'Green Initiative', Members who have not yet registered their e-mail addresses are requested to register the same by sending an e-mail to the Company Secretary at Rishabh.aditya@tatatel.co.in.
12. Members who need assistance in connection with using the technology before or during the AGM may reach out to the Company officials at 9619350143 or 9819301486.
13. Since the Company is not required to conduct e-voting, the voting at the AGM shall be conducted through a show of hands, unless demand for a poll is made by any Member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, Members are requested to convey their vote by sending an e-mail to the Company Secretary at Rishabh.aditya@tatatel.co.in

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14. Members are encouraged to submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM, from their registered e-mail address, mentioning their name, Folio Number and mobile number, by sending an e-mail to the Company Secretary at Rishabh.aditya@tatatel.co.in at least two days before the date of AGM.

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Tel: 011-23327072

By order of the Board
For Tata Tele NXTGEN Solutions Limited


Rishabh Nath Aditya
Company Secretary
(FCS 3598)

Place: Navi Mumbai

Date: May 27, 2024



Details of the Director(s) as on the date of this Notice seeking re-appointment at the Annual General Meeting
[Pursuant to SS-2 – Secretarial Standards on General Meetings]

Item No.	2	
Name of the Director	Harjit Singh	
DIN	09416905	
Designation	Non-Executive Non-Independent Director	
Age	53	
Qualifications	PGDM in Finance and Operations from IIM Ahmedabad and a BE – Mech. from IIT Roorkee	
Experience	Has over 29 years of rich experience in P&L Management, Corporate Strategy & Planning, M&A, Business Development and Operations in Domestic and International markets	
Terms and conditions of re-appointment	- Director in Non-Executive Non-Independent capacity, - Liable to retire by rotation	
Remuneration sought to be paid	Nil	
Remuneration last drawn	Nil	
Date of first appointment on the Board	December 9, 2021	
Shareholding in the Company	Nil	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	
Number of meetings of the Board attended during the financial year 2023-2024	Held	Attended
	4	3

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Other Directorships (excluding Foreign Companies)	<ul style="list-style-type: none">• NVS Technologies Limited• Tata Teleservices (Maharashtra) Limited• Tata Teleservices Limited
Memberships / Chairmanships of committees of other Boards	<p>Stakeholders' Relationship Committee:</p> <ul style="list-style-type: none">• Tata Teleservices (Maharashtra) Limited (Member) <p>Risk Management Committee:</p> <ul style="list-style-type: none">• Tata Teleservices (Maharashtra) Limited (Member)• Tata Teleservices Limited (Member) <p>Finance Committee:</p> <ul style="list-style-type: none">• Tata Teleservices (Maharashtra) Limited (Member)• Tata Teleservices Limited (Member) <p>Share Warrant Debenture Allotment Committee</p> <ul style="list-style-type: none">• Tata Teleservices Limited (Member)

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