CELL POINT (INDIA) LIMITED
(Formally known as "Cell Point (India) Private Limited")
Registered office: #30-15-139, No.5 & 6
1st Floor, Ram's Arcade, Opp. BSNL Office, Dabagardens,
Visakhapatnam, Andhra Pradesh - 530 020. Phone : 0891 - 6635992, 6642117
CIN - U52390AP2013PLC086912
GST No. 37AAFCC2148H1ZR

Septmber,02 2024

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

NSE Scrip Symbol: CELL POINT ISIN: **INE0O0001013**

Dear Sir/ Madam

Sub : **Outcome of Board Meeting held on Monday, September, 02, 2024 in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

This is in reference to the board meeting of CELL POINT (INDIA) LIMITED held on Monday, September, 02, 2024 at 04.00 P.M at the Registered Office of the Company at 30-15-139, FIRST FLOOR, ROOM NO.5 & 6, RAMAS ARCADE, DABAGARDENS, VISAKHAPATNAM, AP 530009, India has inter alia:

1. Board of Directors considered and approved the **Draft Report from Board of Directors for the financial year ended on 31st March, 2024** as per the provision of Section 134 of Companies Act, 2013 and other applicable provisions, if any, and rules made there under and as per the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

2. Decided to call the **11th Annual General Meeting** of the Company on **Friday, September 27, 2024 at 11:30 A.M**. (IST) at the Registered Office of the company situated at 30-15-139, FIRST FLOOR, ROOM NO.5 & 6, RAMAS ARCADE, DABAGARDENS, VISAKHAPATNAM, AP 530009, India and approved the Notice of 11th Annual General Meeting of the Company;

   The copy of Notice of 11th Annual General Meeting and Annual Report for the financial year 2023-24 will be submitted to exchange as soon as the same be dispatched to the Shareholders of the Company through e-mail

3. Board of Directors considered and took note of the Secretarial Audit Report presented by Mr. B.Uma Maheswara Rao, Practicing Company Secretary, Visakhapatnam for the financial year ended on 31'' March, 2024 as per the provision of Section 204 of Companies Act, 2013 and other applicable provisions, if any, and rules made there under.

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4. **Recommendation of Final Dividend for the F.Y. 2023-2024:**

   The Board has recommended a final dividend of Rs. 0.25/- per equity share of Re. 10/- each for the financial year 2023-24. The Dividend, if approved by the members at the ensuing 11th Annual General Meeting, will be paid/dispatched (subject to deduction of tax at source) after the AGM and within 30 days of its declaration.

   Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has fixed **Thursday, August 19, 2024**, as the Record Date for determining entitlement of Members to receive the dividend for the financial year ended March 31, 2024, if declared at the 11th AGM.

   Further the Register of Member and Share Transfer Books of the Company shall remain closed from **Friday, September 20 2024, to Thursday, September 26, 2024** (both days inclusive) for taking record of the Members of the Company for the purpose of ensuing 11th Annual General Meeting and final dividend, if declared at the AGM.

5. The Board discussed, revised and approved the Dividend Distribution Policy of the company. The policy aims to provide clarity and guidance on the criteria for declaring dividends, considering various financial and operational factors, and ensuring alignment with the interests of the shareholders.

6. To considered and approved the re-appointment of Mrs. Kiranmai Panday (DIN: 08034071), Non-executive Director, who retires by rotation and being eligible, offers herself for re-appointment

7. The Board has appointed **Mr. B.Uma Maheswara Rao**, Practicing Company Secretary, Visakhapatnam as scrutinizers for conducting the voting process of the 11th Annual General Meeting of the Company. The Scrutinizer will oversee the voting process and ensure its transparency and fairness.

8. The Board has appointed **M/s Big Share Services Private Limited** as E-Voting Agency for availing the facility of remote e-voting at 11th Annual General Meeting of Company for conducting the e-voting by the Shareholders of the company and the process of E-voting process started on **24th September, 2024 at 09:00 A.M. and ends on 26th September, 2024** at 05:00 P.M."

9. **Approved Alteration of Articles of Association of the Company**;

Brief of Proposed Amendment in Article of Association:-

Inserting a new Clause-308 under heading Right to Dividend after the existing Clause 307:-

Rights to Dividend

308 (a): Notwithstanding anything contained in these Articles of the Company, but subject to the provisions of the Act and all other applicable rules of the statutory authorities and the Rules framed by the Board of Directors of the Company in this behalf as amended from time to time by the Board, it shall be open for the Members of the Company who hold the equity shares in the Company to waive/forgo his/their right to receive the dividend (interim or final) by him/them for any financial year which may be declared or recommended respectively by the Board of Directors of the Company. The waiver/forgoing by the Members, his/ their right to receive the dividend (interim or final) by him/them under this Article shall be irrevocable immediately after the record date/book closure date fixed for determining the names of Members entitled for dividend. The Company shall not be entitled to declare or pay and shall not declare or pay dividend on equity shares to such Members who have waived/forgone his/their right to receive the dividend (interim or final) by him/ them under this Article.

308 (b): The Company may pay dividends to the Members other than Members who have waived/ forgone their right, of receiving dividends (including any interim dividend) in respect of any financial year in accordance with the rules framed by the Board of Directors of the Company and amended from time to time by the Board of Directors of the Company, in proportion to the amount paid up or credited as paid up on each share, where a larger amount is paid up or credited as paid up on some shares than on others.

308 (c): No larger dividend shall be declared than is recommended by the Directors but the Company in General Meeting may declare a smaller dividend. No dividend shall be payable except out of the profits of the year or any other undistributed profits of the Company, or otherwise than in accordance with the provisions of the Act and no dividend shall carry interest as against the Company. The declaration of the Directors as to the amount of the net profits of the Company shall be conclusive.

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308(d): Subject to the provisions of the Act, the Directors may, from time to time, pay to the Members other than the Members who have waived/foregone their right of receiving any dividend declared / to be declared by the Company for any financial year, in accordance with Rules framed by the Board and amended time to time, such interim dividends as in their judgment the position of the Company justifies.

10. **Non-compliance with Regulation 29(2)/3 of SEBI (LODR) 2015**: The Board was took note of the same. The Managing Director informed the Board that the unanimous decision was taken for final dividend during the Board Meeting as the same was not in agenda. The clarification letter was already submitted to the exchange and paid the SOP for non compliance. There was no intention for such non disclosure to Stock Exchange.

11. Considered and approved all other business as per agenda circulated.

12. Board of Directors authorized Mr. Mohan Prasad Panday, Managing Director and Mr. Raghavapudi Chandra Sekhar, Company Secretary of Company to sign Annual Return of the company, for the Financial Year 2022-23 as per the provision of Section 92 of Companies Act, 2013 and other applicable provisions, if any, and rules made there under.

The Board Meeting of the Company was concluded at 7.40 P.M.

Kindly take the same on your record and acknowledge a receipt of the same.

Thanking you,

Yours truly,
For Board of Directors of
Cell Point (India) Limited

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(Mohan Prasad Panday)
Managing Director-06493918