

CISTRO TELELINK LIMITED

CIN No: L19201MP1992PLC006925

206, AirenHeights, AB Road, Indore 452010, Madhya Pradesh

Tel No.:0731-2555022; Fax No.:0731-2555722

Email ID-cistrotelelink@gmail.com

Website: www.cistrotelelink.com

Date: 19th June, 2024

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Sub: Outcome of the Board Meeting held on Wednesday, 19th June, 2024 pursuant to regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Ref.: Script Code: 531775

Dear Sir,

With reference to above captioned subject, and in continuation to our letter dated May 31, 2024, regarding holding of the board meeting of Cistro Telelink Limited (“**the Company**”), we would like to inform you that, the meeting of the Board of Directors of the Company held today, i.e., Wednesday, 19th day of June, 2024, have inter alia, considered, recommended and approved the following matters:

1. Approved the proposal of Scheme of Reduction of Share Capital under Section 66 of the Companies Act, 2013 read with National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016.
2. Approved appointment of M/s. Swaraj Shares and Securities Private Limited as;
 - a. Registered Valuer, to issue Valuation report on the proposed Reduction of Share Capital of the Company.
 - b. Independent SEBI Registered Category I Merchant Bankers, to issue fairness opinion on the proposed Reduction of Share Capital of the Company.
3. Approved authorizing Mr. Arun Kumar Sharma, Director of the Company to sign and file for in-principal approval with BSE Limited and to take all necessary actions towards Reduction of Share Capital of the Company.
4. Approved formation of Capital Reduction & Action Committee and delegated powers to the said committee for the purpose of proposed Reduction of Share Capital of the Company.

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5. Considered and approved appointment of Ms. Vinita Goyal ACS No:- (41070) as a Company Secretary & Compliance Officer w.e.f. 19th June, 2024.

Further note that the Board of Directors in their meeting held today i.e., 19th day of June, 2024 did not consider the following matters:

1. Holding of the 32nd Annual General Meeting of the Company and subsequently notice of 32nd Annual General Meeting of the Company.
2. Closure of Register of Member and Share Transfer Book for the purpose of holding Annual General Meeting of the Company.
3. Cutoff date to record the entitlement of shareholders to cast the votes at the Annual General Meeting of the Company.
4. Appointment of Secretarial Auditors of the Company for the financial year 2024-2025.
5. Appointment of Scrutinizer for the purpose of Annual General Meeting of the Company.
6. Appointment of Internal Auditor of the Company for the financial year 2024-2025.
7. Director's Report as on 31st March, 2024.

The details of commencement of the board meeting as follows:

- (a) Commencement time of the board meeting: 03:00 P.M.
- (b) Conclusion time of the board meeting: 04.00 P.M.

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

Thanking you,

Yours truly,

For CISTRO TELELINK LIMITED

ARUN KUMAR SHARMA

DIRECTOR

DIN: 00369461

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Annexure I

(Details of reduction in share capital of the Company as required under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Schedule V-A of Chapter V of SEBI master circular SEBI/HO/CFD/POD-2/CIR/2023/120 of SEBI master circular July 11, 2023.)

Sr. No.	Particulars	Details
1.	Details and reasons for reduction of Share Capital of the Company.	<p>(a) The Company is looking out for funding in near future for re-structure the Company's business. With the aim of attracting Investors in the Company to meet its business objective it is decided and approved to clean up the Company's balance sheet by adjusting the Company's carry forward losses against and by reducing 40% of the equity share capital of the Company.</p> <p>(b) The Scheme of Reduction of Share Capital is presented with a view to achieve restructuring of the Company which would result in the Company's financial position will be more accurate considering the future business operations of the Company.</p>
2.	Quantitative and/ or Qualitative effect of reduction of share capital.	<p>(a) The Scheme provides for reduction of equity share Capital of Cistro Telelink Limited ("Company") by reducing the number of paid up share capital of the Company from the existing INR 5,13,43,000/- (Indian Rupees Five Crores Thirteen Lakhs Forty Three Thousand Only) consisting of 5,13,43,000 (Five Crores Thirteen Lakhs Forty Three Thousand) Equity Shares of INR 1/- (Indian Rupee One Only) each to INR 3,08,05,800 (Indian Rupees Three Crores Eight Lakhs Five Thousand Eight Hundred Only) consisting of 3,08,05,800 (Three Crores Eight Lakhs Five Thousand Eight Hundred) Equity Shares of INR 1/- (Indian Rupee One Only) each of the Company against accumulated loss of INR 2,05,37,200/- (Indian Rupees Two Crores Five Lakhs Thirty Seven Thousand Two Hundred Only) without payment of any consideration by the Company to its Shareholders.</p> <p>(b) In case any fraction equity shares arising on account of reduction of Equity Shares Capital of the Company shall be rounded off to the nearest integer, for instance if shareholder is entitled to</p>

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		<p>hold 15.4 equity shares after reduction of equity share capital, it shall be rounded off to 15 equity shares and the 0.4 equity share shall be ignored. However, if the shareholder is entitled to hold 15.5 equity shares after reduction of equity share capital, it shall be rounded off to 16 equity shares. Further, if a shareholder holds 1 equity share before reduction shall be entitled to receive 1 equity share after reduction of equity share capital of the Company. For the purpose of rounding off, in case if it is required, the promoters shall offer their holdings for reduction to the nearest rounding off, so that post reduction, the equity share capital of the Company to remain at INR 3,08,05,800 (Indian Rupees Three Crores Eight Lakhs Five Thousand Eight Hundred Only) consisting of 3,08,05,800 (Three Crores Eight Lakhs Five Thousand Eight Hundred) Equity Shares of INR 1/- (Indian Rupee One Only) each.</p>
3.	Details of benefit, if any, to the promoter/ promoter group/ group companies from reduction of share capital.	No benefit will accrue to promoter/Promoter group/ group companies from the proposed scheme of capital reduction.
4.	Brief details of change in shareholding pattern (if any) of all entities.	There will be no change in shareholding pattern of the Company.

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Capital structure and shareholding pattern of the Company (Pre and Post Reduction of Capital):

Particulars	As on date of approval of the Scheme		Post Capital reduction in terms of this Scheme	
	Number of Equity Shares	Amount (INR)	Number of Equity Shares	Amount (INR)
Authorized equity share capital	5,60,00,000	5,60,00,000	5,60,00,000	5,60,00,000
Paid-up equity Share Capital	5,13,43,000	5,13,43,000	3,08,05,800	3,08,05,800

For CISTRO TELELINK LIMITED

ARUN KUMAR SHARMA
DIRECTOR
DIN: 00369461

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Annexure II

(Details of cessation and appointment of Company Secretary and Compliance Officer of the Company as required under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Schedule V-A of Chapter V of SEBI master circular SEBI/HO/CFD/POD-2/CIR/2023/120 of SEBI master circular July 11, 2023.)

Sr. No.	Particulars	Details for Ms. Payal Jeerawala	Details for Ms. Vinita Goyal
1.	Reason for change	Cessation as a Company Secretary and Compliance Officer of the Company w.e.f. close of working hours on 13th April, 2024 due to personal reasons. Further she declared that there are no other material reasons for her resignation.	Appointment as a Company Secretary and Compliance Officer of the Company w.e.f. 19th June, 2024.
2.	Date of appointment/ Cessation and terms of appointment/ re-appointment	13 th April, 2024 (Date of cessation)	19 th June, 2024 (Date of appointment)
3.	Brief profile (In case of Appointment)	N.A.	Ms. Vinita Goyal (Membership No.: 41070), is a young qualified Company Secretary and a Member of the Institute of Company Secretaries of India (ICSI).
4.	Disclosure of relationships between Directors	No relations with the directors.	No relations with the directors.
5.	Other Directorship & Category	N.A.	N.A.
6.	Membership of Committee	N.A.	N.A.

For CISTRO TELELINK LIMITED

ARUN KUMAR SHARMA

DIRECTOR

DIN: 00369461