



August 20, 2025

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (E),  
Mumbai-400051, India  
**Symbol: BHARTIHEXA**

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001, India  
**Script Code: 544162**

**Sub: Intimation under Regulation 30 and 44 of SEBI (SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – 30<sup>th</sup> Annual General Meeting**

Dear Sir/ Ma'am,

Pursuant to Regulations 30 and 44 of SEBI Listing Regulations, we submit the following w.r.t. 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on **Wednesday, August 20, 2025 at 11:30 A.M. (IST)** through video conferencing:

- a) Proceedings of the AGM, enclosed as **Annexure A**.
- b) Voting results of the AGM, enclosed as **Annexure B**.
- c) Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with relevant rules, enclosed as **Annexure C**.

We are pleased to inform that the following resolutions as set forth in the AGM Notice, have been approved by members of the Company:

1. Receipt, consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2025 together with the reports of Auditors and Board of Directors thereon.
2. Declaration of dividend on equity shares for the financial year ended March 31, 2025 at the rate of Rs. 10/- (Rupees Ten only) per equity share of face value of Rs. 5/- each.
3. Re-appointment of Mr. Devendra Khanna (DIN: 01996768) as a Director, liable to retire by rotation. Mr. Devendra Khanna is not related to any of the Director of the Company. His brief profile is available on the Company's website at <https://www.bhartihexacom.in/corp-governance-board-director.html>.
4. Ratification of remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2025-26.
5. Appointment of M/s Makarand M. Joshi & Co, Company Secretaries as Secretarial Auditors of the Company.

**Bharti Hexacom Limited**

Regd. Office: Airtel Center, Plot No. 16, Udyog Vihar, Phase-IV, Gurugram – 122015, India  
Corporate Office: Bharti Crescent, I, Nelson Mandela Road, Vasant Kunj Phase II, New Delhi – 110 070, India  
Tel: 91-124-4222222; Fax: +91-124-4248063  
E-mail: [bhartihexacom@bharti.in](mailto:bhartihexacom@bharti.in); Website: [www.bhartihexacom.in](http://www.bhartihexacom.in)  
CIN: L74899HR1995PLC132187



6. Approval of payment of Commission to Mr. Jagdish Saksena Deepak (DIN: 02194470), Non-Executive Chairman of the Company.
7. Approval of Material Related Party Transactions with Bharti Airtel Limited, holding company.
8. Approval of Material Related Party Transactions with Indus Towers Limited, a related party.

We request you to take the same on record.

Thanking you,  
Sincerely yours

**For Bharti Hexacom Limited**



**Amit Chaturvedi**  
**Company Secretary & Compliance Officer**

Encl: As above

**Bharti Hexacom Limited**

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## Annexure A

### PROCEEDINGS OF THE 30<sup>th</sup> ANNUAL GENERAL MEETING

The 30<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of Bharti Hexacom Limited (the 'Company') was held on Wednesday, August 20, 2025 at 1130 Hrs (IST) through Video Conferencing.

#### Directors present:

1. Mr. Jagdish Saksena Deepak, Chairman
2. Mr. Arun Gupta, Independent Director and Chairman – Stakeholders' Relationship Committee
3. Mr. Arvind Kohli, Independent Director and Chairman – Nomination and Remuneration Committee and Risk Management Committee
4. Mr. Ashok Tyagi, Independent Director and Chairman – Audit Committee
5. Mr. Devendra Khanna, Non-executive Director
6. Mr. Kanwaljit Singh Cheema, Independent Director
7. Mr. Kapal Kumar Vohra, Independent Director
8. Ms. Nalina Suresh, Independent Director
9. Mr. Rakesh Bharti Mittal, Non-executive Director
10. Mr. Soumen Ray, Non-executive Director and Chairman – Corporate Social Responsibility Committee

#### Company Secretary & Compliance Officer:

Mr. Amit Chaturvedi

#### In attendance:

1. Mr. Akhil Garg, Chief Financial Officer
2. Mr. Gautam Wadhwa, Mr. Rupesh Chaudhary and Mr. Resham Singh Partners of Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors
3. Mr. Vaibhav Dandawate of Makarand M. Joshi & Co, Company Secretaries, Secretarial Auditors
4. Mr. Harish Chawla, Partner of CL & Associates, Company Secretaries, Scrutinizer

**Members present:** 66 members holding 42,50,01,277 equity shares (representing 85% of the total equity paid-up capital of the Company).

Company Secretary welcomed all the members attending the AGM. Confirmed requisite quorum being present, called the Meeting to Order.

He further stated that statutory registers/ records and other applicable documents were available for inspection electronically. With the consent of the members, the Notice convening the AGM, the Boards' Report and the Auditor's Report(s), for the financial year ended March 31, 2025, were taken as read. Company Secretary thereafter handed over the proceedings to Mr. Jagdish Saksena Deepak ('Chairman').

Chairman welcomed all the Board Members and Shareholders attending the AGM.

#### Bharti Hexacom Limited

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The Chairman then introduced the Board Members and Senior Management Officials who participated in the Meeting and informed the members about the representatives of Statutory Auditors, Secretarial Auditors and Scrutinizer attending the Meeting.

The Chairman thereafter addressed the members covering Market Performance; Economy and Infrastructure Development; Leverage from Group Synergies; and Operational and Financial Performance including ESG initiatives. Thereafter, he invited Akhil Garg, Chief Financial Officer, to brief the members on the operational and financial highlights of the Company for the financial year 2024-25.

The Company Secretary then opened the 'Questions & Answers' (Q&As) floor for the members who had registered themselves as 'speaker' to ask questions or express their views. The questions raised by the members were duly answered by the Chairman and the management. The members expressed the satisfaction on the performance of the Company.

The Company Secretary further informed the members that the Company had provided the remote e-voting facility to the members (which started at IST 9.00 A.M. on Saturday, August 16, 2025 and concluded at IST 5.00 P.M. on Tuesday, August 19, 2025) to cast their votes on all the resolutions set forth in the AGM Notice. Members, who were participating in the Meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the Meeting.

The following items of business as stated in the notice of AGM, were put to vote:

**Ordinary Businesses:**

1. Receipt, consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2025 together with the reports of Auditors and Board of Directors thereon
2. Declaration of dividend on equity shares for the financial year ended March 31, 2025
3. Re-appointment of Mr. Devendra Khanna (DIN: 01996768) as a Director, liable to retire by rotation

**Special Businesses:**

4. Ratification of remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2025-26
5. Appointment of Makarand M. Joshi & Co, Company Secretaries as Secretarial Auditors of the Company
6. Approval of payment of Commission to Mr. Jagdish Saksena Deepak (DIN: 02194470), Non-Executive Chairman of the Company
7. Approval of Material Related Party Transactions with Bharti Airtel Limited, holding company
8. Approval of Material Related Party Transactions with Indus Towers Limited, a related party

With the consent of members present, Mr. Rakesh Bharti Mittal, Non-Executive Director chaired the Meeting for item no. 6 i.e. Approval of payment of Commission to Mr. Jagdish Saksena Deepak (DIN: 02194470), Non-Executive Chairman of the Company.

Mr. Harish Chawla, Partner of CL & Associates, Company Secretaries, who was appointed as the Scrutinizer, was requested to compile the results for remote e-voting as well as e-voting at the AGM and submit Consolidated Scrutinizer's Report within the stipulated time.

**Bharti Hexacom Limited**

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The Company Secretary thanked all the members for attending and participating in the Meeting.

The AGM concluded at 1250 Hrs (IST).

As per the scrutinizer's report received, all the resolutions as set out in the notice of the AGM were declared as approved with the requisite majority. The resolutions are deemed to be passed on August 20, 2025.

Thanking you  
Sincerely yours,

For **Bharti Hexacom Limited**



**Amit Chaturvedi**  
**Company Secretary & Compliance Officer**

**Date:** August 20, 2025

**Bharti Hexacom Limited**

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## Bharti Hexacom Limited

Voting Results of 30 <sup>th</sup> Annual General Meeting	
Details of remote e-voting and voting at AGM as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	August 20, 2025
Total number of shareholders on record date i.e. August 13, 2025	95,855
<b>No. of shareholders present in the meeting either in person or through Proxy:</b> - Promoters and Promoters Group: - Public:	Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> - Promoters and Promoters Group: - Public:	1 65



Item No.	1
Details of Agenda	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025 together with reports of Auditors and Board of Directors thereon
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349,999,996	100.0000	349,999,996	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>349,999,996</b>	<b>100.0000</b>	<b>349,999,996</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	61,151,561	0	100.0000	0.0000
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>61,151,561</b>	<b>-</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,177	94.6722	75,007,124	53	99.9999	0.0001
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>75,007,266</b>	<b>94.6723</b>	<b>75,007,213</b>	<b>53</b>	<b>99.9999</b>	<b>0.0001</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>486,158,823</b>	<b>97.2318</b>	<b>486,158,770</b>	<b>53</b>	<b>100.0000</b>	<b>0.0000</b>





Item No.	2
Details of Agenda	To declare dividend on equity shares for the financial year ended March 31, 2025
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349,999,996	100.0000	349,999,996	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>349,999,996</b>	<b>100.0000</b>	<b>349,999,996</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,289,462	86.6017	61,289,462	0	100.0000	0.0000
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,289,462</b>	<b>86.6017</b>	<b>61,289,462</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,550	94.6726	75,007,419	131	99.9998	0.0002
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>75,007,639</b>	<b>94.6728</b>	<b>75,007,508</b>	<b>131</b>	<b>99.9998</b>	<b>0.0002</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>486,297,097</b>	<b>97.2594</b>	<b>486,296,966</b>	<b>131</b>	<b>100.0000</b>	<b>0.0000</b>



Item No.	3
Details of Agenda	To re-appoint Mr. Devendra Khanna (DIN:01996768) as a Director, liable to retire by rotation
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349,999,996	100.0000	349,999,996	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>349,999,996</b>	<b>100.0000</b>	<b>349,999,996</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	60,730,844	420,717	99.3120	0.6880
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>60,730,844</b>	<b>420,717</b>	<b>99.3120</b>	<b>0.6880</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,164	94.6722	75,007,059	105	99.9999	0.0001
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>75,007,253</b>	<b>94.6723</b>	<b>75,007,148</b>	<b>105</b>	<b>99.9999</b>	<b>0.0001</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>486,158,810</b>	<b>97.2318</b>	<b>485,737,988</b>	<b>420,822</b>	<b>99.9134</b>	<b>0.0866</b>



Item No.	4
Details of Agenda	To ratify remuneration to be paid to Cost Auditors of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349,999,996	100.0000	349,999,996	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>349,999,996</b>	<b>100.0000</b>	<b>349,999,996</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	61,151,561	0	100.0000	0.0000
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>61,151,561</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,164	94.6722	75,007,085	79	99.9999	0.0001
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>75,007,253</b>	<b>94.6723</b>	<b>75,007,174</b>	<b>79</b>	<b>99.9999</b>	<b>0.0001</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>486,158,810</b>	<b>97.2318</b>	<b>486,158,731</b>	<b>79</b>	<b>100.0000</b>	<b>0.0000</b>





Item No.	5
Details of Agenda	To appoint Secretarial Auditors of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349,999,996	100.0000	349,999,996	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>349,999,996</b>	<b>100.0000</b>	<b>349,999,996</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	61,151,561	-	100.0000	0.0000
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>61,151,561</b>	<b>86.4068</b>	<b>61,151,561</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,166	94.6722	75,007,113	53	99.9999	0.0001
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>		<b>75,007,255</b>	<b>94.6723</b>	<b>75,007,202</b>	<b>53</b>	<b>99.9999</b>	<b>0.0001</b>
GRAND TOTAL		500,000,000	486,158,812	97.2318	486,158,759	53	100.0000	0.0000



Item No.	6
Details of Agenda	To approve payment of commission to Jagdish Saksena Deepak (DIN: 02194470), Non-Executive Chairman of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	349999996	100.0000	349999996	0	0.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>349999996</b>	<b>100.0000</b>	<b>349999996</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	61,151,561	-	100.0000	0.0000
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>61,151,561</b>	<b>-</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting	79,228,325	75,007,165	94.6722	75,006,865	300	99.9996	0.0004
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>75,007,254</b>	<b>94.6723</b>	<b>75,006,954</b>	<b>300</b>	<b>99.9996</b>	<b>0.0004</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>486,158,811</b>	<b>97.2318</b>	<b>486,158,511</b>	<b>300</b>	<b>99.9999</b>	<b>0.0001</b>



Item No.	7
Details of Agenda	To approve Material Related Party Transactions with Bharti Airtel Limited, holding company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	Yes

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	0	0.0000	0	0	0.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting		61,151,561	86.4068	61,151,561	-	100.0000	0.0000
	E-voting during AGM	70,771,679	0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>61,151,561</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non-Institutions	Remote e-voting		7,169	0.0090	6,986	183	97.4473	2.5527
	E-voting during AGM	79,228,325	89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>7,258</b>	<b>0.0092</b>	<b>7,075</b>	<b>183</b>	<b>97.4786</b>	<b>2.5214</b>
<b>GRAND TOTAL</b>		<b>500,000,000</b>	<b>61,158,819</b>	<b>12.2318</b>	<b>61,158,636</b>	<b>183</b>	<b>99.9997</b>	<b>0.0003</b>





Item No.	8
Details of Agenda	To approve Material Related Party Transactions with Indus Towers Limited, a related party
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - In favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	349,999,996	0	0.0000	0	0	0.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>349,999,996</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	70,771,679	61,151,561	86.4068	53,989,541	7,162,020	88.2881	11.7119
	E-voting during AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>70,771,679</b>	<b>61,151,561</b>	<b>86.4068</b>	<b>53,989,541</b>	<b>7,162,020</b>	<b>88.2881</b>	<b>11.7119</b>
Public Non-Institutions	Remote e-voting	79,228,325	7,169	0.0090	6,986	183	97.4473	2.5527
	E-voting during AGM		89	0.0001	89	0	100.0000	0.0000
	<b>Total</b>	<b>79,228,325</b>	<b>7,258</b>	<b>0.0092</b>	<b>7,075</b>	<b>183</b>	<b>97.4786</b>	<b>2.5214</b>
GRAND TOTAL		500,000,000	61,158,819	12.2318	53,996,616	7,162,203	88.2892	11.7108



# CL & Associates, Company Secretaries

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**Consolidated Scrutinizer's Report**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies**  
**(Management and Administration) Rules, 2014 as amended]**

To,  
**The Chairman**  
**Bharti Hexacom Limited**  
(CIN: L74899HR1995PLC132187)  
Airtel Center, Plot No. 16, Udyog Vihar,  
Phase-IV, Gurugram, Haryana - 122015, India

**Subject: Consolidated Scrutinizer Report on remote e-voting and e-voting during the 30<sup>th</sup> Annual General Meeting by the members of Bharti Hexacom Limited held on Wednesday, August 20, 2025 at 11:30 A.M. (IST) through video conferencing ('VC')**

Dear Sir,

I, Harish Chawla, Partner of M/s CL & Associates, Company Secretaries, having office at D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India, was appointed as Scrutinizer by the Board of Directors of Bharti Hexacom Limited (hereinafter to be referred as '**the Company**') at the meeting held on May 13, 2025 for the purpose of scrutinizing the voting through electronic means, i.e. remote e-voting and e-voting in respect of the resolutions as mentioned in the notice dated May 13, 2025 ("**Notice**") of the 30<sup>th</sup> Annual General Meeting ("**AGM**") held on Wednesday, August 20, 2025 at 11:30 A.M. (IST) through Video Conferencing (VC) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) (hereinafter to be referred as '**the Act**').

I submit my report as under:

1. As per the General Circular No. 09/2024 dated September 19, 2024 read with General Circular No. 09/2023 dated September 25, 2023, Circular No. 10/2022 dated December 28, 2022, Circular No. 20/2020 dated May 5, 2020, General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 as issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("**Listing Regulations**"), the AGM of the Company was held through video conferencing (VC) in view of the relaxation provided under the said MCA circulars.
2. In accordance with the MCA Circulars read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, ("**SEBI Circular**"), the Company has sent the Notice along with the Annual Report and Annual Financial Statements for the financial year 2024-25 through electronic mode only to those shareholders whose e-mail addresses were registered with





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the Company/ Depository Participants/ Registrar and Share Transfer Agent and whose names were recorded in the Register of Members/ Beneficial owners of the Company as on the Friday, July 18, 2025.

The Company published following advertisements in "Mint", an English Newspaper and "Hindustan", a vernacular (Hindi) newspaper in relation to the Annual General Meeting as under:

- a) Newspaper advertisement published on Tuesday, July 15, 2025 requesting the members who have not registered their email addresses, to get the same registered by following the procedure mentioned therein, in terms of the MCA Circulars. In addition to the said advertisements, the Company also sent a physical communication to all the members whose email addresses are not registered in the records requesting them to get their email addresses registered by providing the requisite documents.
  - b) Newspaper advertisement published on Saturday, July 26, 2025, regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules and MCA Circulars with regard to Remote e-voting and e-voting during the meeting
3. The Company has engaged KFin Technologies Limited, Registrar and Share Transfer Agent, ("KFin") as the service provider for extending the facility of remote e-voting and e-voting during the AGM to the members. The **Remote e-voting period commenced on Saturday, August 16, 2025 at 09:00 A.M. (IST) and ended on Tuesday, August 19, 2025 at 05:00 P.M. (IST).**
  4. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Listing Regulations in respect of the resolution contained in the Notice as well as to ensure a secured framework and robustness of electronic voting system.
  5. My responsibility as Scrutinizer for e-voting process was restricted to make the Scrutinizer's Report on the votes cast in "**Favour**" or "**Against**" by the members in respect of the resolutions contained in the Notice, based on verification of data and reports generated from the voting system provided by KFin, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically.
  6. The members of the Company holding equity shares, as on the **cut-off date i.e., Wednesday, August 13, 2025** were entitled to vote on the proposed resolutions as set out in the Notice, through remote e- voting/e-voting at the AGM.
  7. The total paid up Equity Share Capital of the Company as on Wednesday, August 13, 2025 was Rs. 2,50,00,00,000/- (Rupees Two Hundred Fifty Crore only) divided into 50,00,00,000 (Fifty Crores) fully paid-up equity shares of the face value of Rs. 5/- (Rupees Five only) each.

As per Section 47 of the Companies Act, 2013, every member of a Company limited by shares and holding equity share capital therein, shall have a right to vote on every resolution placed before





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the Company and his voting right on a poll shall be in proportion to his share in the paid-up equity share capital of the Company.

8. At the 30<sup>th</sup> AGM of the Company held through VC, on Wednesday, August 20, 2025, after considering all the items of ordinary and special business, the facility to vote electronically was provided to facilitate those members who were attending the meeting through VC but could not participate in the remote e-voting to record their votes.
9. The votes cast during the e-voting were unblocked by me on Wednesday, August 20, 2025 after the conclusion of AGM in the presence of two witnesses, Arpita Singh and Kamal Tanwar who are not in the employment of the Company and/ or KFin. They have signed below in confirmation of the same:



**Witness – 1**



**Witness - 2**

10. There was no shareholder who opted for both the facilities i.e. remote e-voting and e-voting at the AGM. Further, the shareholders who voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
11. The votes casted by shareholders, who are eligible to vote in terms of Regulations 23 of Listing Regulations, have been considered.
12. The consolidated summary of results of e-voting at AGM and remote e-voting are as under:

**Resolution No. 1 - To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025 together with reports of Auditors and Board of Directors thereon:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,61,58,681	89	48,61,58,770	100.0000
Dissent	53	-	53	0.0000

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure A**.



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## **Resolution No. 2 - To declare dividend on equity shares for the financial year ended March 31, 2025:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,62,96,877	89	48,62,96,966	100.0000
Dissent	131	-	131	0.0000

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure B**.

## **Resolution No. 3 - To re-appoint Mr. Devendra Khanna (DIN: 01996768) as a Director, liable to retire by rotation:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,57,37,899	89	48,57,37,988	99.9134
Dissent	4,20,822	-	4,20,822	0.0866

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure C**.

## **Resolution No. 4 - To ratify remuneration to be paid to Cost Auditors of the Company:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,61,58,642	89	48,61,58,731	100.0000
Dissent	79	-	79	0.0000

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure D**.



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## **Resolution No. 5 - To appoint Secretarial Auditor of the Company:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,61,58,670	89	48,61,58,759	100.0000
Dissent	53	-	53	0.0000

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure E**.

## **Resolution No. 6 - To approve payment of Commission to Mr. Jagdish Saksena Deepak (DIN: 02194470), Non-Executive Chairman of the Company:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	48,61,58,422	89	48,61,58,511	99.9999
Dissent	300	-	300	0.0001

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure F**.

## **Resolution No. 7 - To approve Material Related Party Transactions with Bharti Airtel Limited, holding company:**

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	6,11,58,547	89	6,11,58,636	99.9997
Dissent	183	-	183	0.0003

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure G**.





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## **Resolution No. 8 - To approve Material Related Party Transactions with Indus Towers Limited, a related party:**

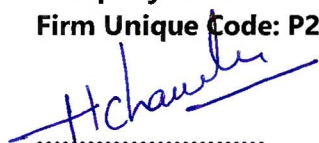
Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	5,39,96,527	89	5,39,96,616	88.2892
Dissent	71,62,203	-	71,62,203	11.7108

Therefore, the above Resolution has been passed with requisite majority. The detailed breakup of voting in respect of the above resolution is attached herewith and marked as **Annexure H**.

13. Based on the aforesaid results, I report that all resolutions as set out in item nos. 1 to 8 of the Notice have been passed with requisite majority.
14. The electronic data and all other relevant record related to remote e-voting are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

**For CL & Associates  
Company Secretaries  
Firm Unique Code: P2021DE084900**



**Harish Chawla, Partner  
Membership No. F9002  
CP No. 15492  
PR No. 4741/2023  
UDIN: F009002G001040637**



**Countersigned by**



**Amit Chaturvedi  
Company Secretary & Compliance Officer  
Bharti Hexacom Limited**

**Date:** August 20, 2025  
**Place:** New Delhi





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## Annexure A:

Details of remote e-voting and e-voting at the AGM for Resolution No. 1 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	585	48,61,58,734	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	585	48,61,58,734	100.00
d) Votes with Assent	582	48,61,58,681	100.00
e) Votes with Dissent	3	53	0.00

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100.00
d) Votes with Assent	8	89	100.00
e) Votes with Dissent	-	-	-

## Annexure B:

Details of remote e-voting and e-voting at the AGM for Resolution No. 2 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	588	48,62,97,008	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	588	48,62,97,008	100.00
d) Votes with Assent	584	48,62,96,877	
e) Votes with Dissent	4	131	0.00

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-



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## Annexure C:

Details of remote e-voting and e-voting at the AGM for Resolution No. 3 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	585	48,61,58,721	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	585	48,61,58,721	100.00
d) Votes with Assent	571	48,57,37,899	99.9134
e) Votes with Dissent	14	4,20,822	0.0866

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100.00
d) Votes with Assent	8	89	100.00
e) Votes with Dissent	-	-	-

## Annexure D:

Details of remote e-voting and e-voting at the AGM for Resolution No. 4 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	584	48,61,58,721	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	584	48,61,58,721	100.00
d) Votes with Assent	580	48,61,58,642	100.00
e) Votes with Dissent	4	79	0.00

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-



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## Annexure E:

Details of remote e-voting and e-voting at the AGM for Resolution No. 5 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	584	48,61,58,723	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	584	48,61,58,723	100.00
d) Votes with Assent	581	48,61,58,670	100.00
e) Votes with Dissent	3	53	-

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-

## Annexure F:

Details of remote e-voting and e-voting at the AGM for Resolution No. 6 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	584	48,61,58,722	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	584	48,61,58,722	100.00
d) Votes with Assent	573	48,61,58,422	99.9999
e) Votes with Dissent	11	300	0.0001

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-





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## Annexure G:

Details of remote e-voting and e-voting at the AGM for Resolution No. 7 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	582	6,11,58,730	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	582	6,11,58,730	100.00
d) Votes with Assent	576	6,11,58,547	99.9997
e) Votes with Dissent	6	183	0.0003

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-

## Annexure H:

Details of remote e-voting and e-voting at the AGM for Resolution No. 8 are as under:

### VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	582	6,11,58,730	100.00
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	582	6,11,58,730	100.00
d) Votes with Assent	557	5,39,96,527	88.2892
e) Votes with Dissent	25	71,62,203	11.7108

### VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Voters	No. of e-Votes	Percentage
a) Total Votes received	8	89	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	8	89	100
d) Votes with Assent	8	89	100
e) Votes with Dissent	-	-	-

