Bharti Hexacom Limited
CIN: L74899HR1995PLC132187
Registered Office: Airtel Center, Plot No. 16, Udyog Vihar, Phase IV, Gurugram - 122015, India
Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110070, India
Tel.: +91 124 4222222 | **Fax:** +91 124 4248063
Email: bhartihexacom@bharti.in | **Website:** www.bhartihexacom.in

Notice of Annual General Meeting

Notice is hereby given that the Thirty first (31st) Annual General Meeting ('AGM') of the members of Bharti Hexacom Limited ('the Company or Hexacom') will be held on **Tuesday, August 11, 2026 at 11:30 A.M. (IST) through Video Conferencing ('VC')** to transact the following businesses:

ORDINARY BUSINESSES:

To consider and, if thought fit, pass the following resolutions as **Ordinary Resolution**:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 together with the reports of Auditors and Board of Directors thereon

"Resolved that the audited financial statements of the Company for the financial year ended March 31, 2026, together with the reports of Auditors' and Board of Directors be and are hereby received, considered and adopted."

2. To declare final dividend on equity shares for the financial year ended March 31, 2026

"Resolved that final dividend at the rate of ₹ 18 (Rupees Eighteen only) per fully paid-up equity share of face value of ₹ 5 each, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026."

3. To re-appoint Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director, liable to retire by rotation

"Resolved that in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Jagdish Saksena Deepak (DIN: 02194470), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESSES:

4. To ratify remuneration to be paid to Cost Auditors of the Company

To consider and, if thought fit, pass the following resolution as an **Ordinary Resolution:**

"Resolved that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration of ₹ 2,50,000 (Rupees Two Lacs Fifty Thousand only) including out-of-pocket expenses excluding applicable taxes, as approved by the Board of Directors upon recommendation of Audit Committee, to be paid to M/s Sanjay Gupta and Associates, Cost Accountants (Firm Registration No. 000212) as Cost Auditors of the Company for conducting the cost audit for the financial year 2026-27, be and is hereby ratified."

5. To approve amendment in the Object Clause of the Memorandum of Association of the Company

To consider and, if thought fit, pass the following resolution as a **Special Resolution:**

"Resolved that pursuant to Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such other approvals, consents and permissions as may be necessary in this regard, consent of the members be and is hereby accorded to amend the main object clause of the Memorandum of Association ('MOA') by substituting the existing sub-clause 1 of Clause III(A) of the MOA of the Company with the following clause:

III(A) 1.To provide telecommunication services and/or establish, operate, maintain or expand telecommunication networks, including resale of such services, requiring a licence, authorisation, registration or permission (by whatever name called) under the Telecommunication Act, 2023 or the Indian Telegraph Act, 1885 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force ('telecommunication guidelines') including but not limited to unified services, access services (mobile and fixed line/wireline), satellite-based telecommunication services, wireless access networks, wireline access networks, internet services, national and international long-distance services, international SIM services, transmission and reception of voice, non-voice and video communications, internet telephony, enterprise communication services, leased circuits including domestic leased circuits and Internet Lease Lines (ILL), Machine-to-Machine (M2M) services, Direct to Home (DTH) Services, Internet Protocol Television (IPTV) services, Aeronautical

Data Communication services, In-Flight and Maritime Connectivity (IFMC) services, Captive Non-Public Networks (CNPN), Public Mobile Radio Trunking Service (PMRTS), Audiotex and Conferencing services, Cloud-based EPABX, Voicemail, Wi-Fi services, captive telecom services such as Captive Mobile Radio Trunking Services (CMRTS), captive VSAT services and other captive wireline or wireless networks, telecommunication infrastructure services, including Infrastructure Provider (IP) and Digital Connectivity Infrastructure Provider (DCIP) services such as establishing and operating dark fibre, rights-of-way, duct space, towers, poles, IBS infrastructure and associated telecom equipment and systems for wireline access networks, Radio Access Network (RAN), Wireless Local Area Network (WLAN) and transmission links, establishing and operating Internet Exchange Points (IXPs) and facilitating domestic internet traffic exchange, establishing and operating Satellite Earth Station Gateways (SESGs) and related baseband systems for satellite networks, Network-as-a-Service (NaaS), establishing and operating Cloud-hosted Telecommunication Networks (CTNs) and providing CTN-as-a-Service (CTNaaS), mobile number portability services and any other allied, future, emerging, next-generation services (such as 5G, 6G and all future generations) as well as any other services or offerings related to or ancillary to telecommunication services, enlisted in telecommunication guidelines or otherwise including but not limited to technology-agnostic, digital based [such as Over-the-Top (OTT) and multimedia content delivery, interactive and data-driven communication platforms], satellite-based, cloud native, virtualised, software-defined, non-terrestrial, AI-enabled, quantum-safe, immersive, value-added or otherwise technologically evolved services or any combinations thereof.

Resolved further that Jagdish Saksena Deepak ('JS Deepak'), Chairman, Rakesh Bharti Mittal, Soumen Ray, Devendra Khanna, Directors, Karthikeyan Velu, Chief Financial Officer and Amit Chaturvedi Company Secretary and Compliance Officer, be and are hereby severally authorised to do all acts, deeds, matters and things as may be deemed necessary and/ or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution including but not limited to settle any matters, questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or any other appropriate regulatory authority without requiring the Board of Directors to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

6. To approve Material Related Party Transactions with Bharti Airtel Limited, holding company

To consider and, if thought fit, pass the following resolution as an **Ordinary Resolution:**

"Resolved that pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), applicable provisions of the Companies Act, 2013 (the 'Act') read with Rules made thereunder, other applicable circulars, laws, statutory provisions, if any, [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions, and subject to other approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of the recommendations and approval of the Audit Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded to the Company to enter/ continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) with Bharti Airtel Limited ('Airtel'), holding company, and a 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the nature of **(a)** availing and rendering of service(s) including telecommunication services viz. Voice, Data, VAS, SMS, Bandwidth, Fiber, interconnect and inter circle arrangement services etc. and related services; **(b)** reimbursement of expenses including towards availing/ providing for sharing/ usage of each other's resources viz. employees, marketing, office space, infrastructure including IT assets, taxes and related owned/ third party services; **(c)** purchase/ sale/ exchange/ transfer/ lease of business asset(s) and/ or equipment to meet the business objectives/ requirements; **(d)** selling or otherwise disposing of or leasing, or buying property(ies) to meet the business objectives/ requirements; and **(e)** transfer of resources, services or obligations to meet the business objectives/ requirements ('Related Party Transactions') on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between Airtel and the Company, for a period commencing from the date of this 31st Annual General Meeting ('AGM') upto the date of 32nd AGM to be held in calendar year 2027 subject to a maximum period of fifteen months, such that the maximum value of the Related Party Transactions with Airtel, in aggregate, not exceeding ₹ 42,000 Mn (Rupees Forty-Two Thousand Million only) in a financial year, provided that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

Resolved further that the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including but not limited to finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to the foregoing resolution for and on behalf of the Company, settling all such issues, questions, difficulties or doubts whatsoever that may arise, delegating all or any of the powers herein conferred to any Director(s), Committee(s), executive(s), officer(s) or representatives(s) of the Company, and to take all such decisions powers herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved further that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

7. To approve Material Related Party Transactions with Indus Towers Limited, fellow subsidiary

To consider and, if thought fit, pass the following resolution as an **Ordinary Resolution:**

"Resolved that pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), applicable provisions of the Companies Act, 2013 (the 'Act') read with Rules made thereunder, other applicable circulars, laws, statutory provisions, if any, [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions, and subject to other approval(s), consent(s), permission(s) as may be necessary from time to time and on the basis of the recommendations and approval of the Audit Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded to the Company to enter/ continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) with Indus Towers Limited ('Indus Towers'), a fellow subsidiary under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the nature of **(a)** availing of service(s) including passive infrastructure and/ or related services required for active services viz. IBS, WiFi etc. and/ or services, including but not limited to, of project management or of provisioning, establishing, installation, operation and maintenance thereof; **(b)** rendering of service(s) including telecommunication services viz. landline, mobile, voice, data, leased line broadband facility, SIM charges and USB Dongles etc; **(c)** reimbursement of expenses including energy expenses towards availing/ providing for sharing/ usage of each other's employees, infrastructure, related owned/ third party services and payment of taxes; **(d)** purchase/ sale/ exchange/ transfer/ lease of asset(s) and/ or equipment(s) to meet the business objectives/ requirements; **(e)** selling or otherwise disposing of or leasing, or buying property(ies) to meet the business objectives/ requirements; and **(f)** transfer of resources, services or obligations to meet the business objectives/ requirements ('Related Party Transactions') on such material terms and conditions as detailed in the explanatory statement to this resolution and as may be mutually agreed between Indus Towers and the Company, for a period commencing from the date of this 31st Annual General Meeting ('AGM') upto the date of 32nd AGM to be held in calendar year 2027 subject to the maximum period of fifteen months, such that the maximum value of the Related Party Transactions with Indus Towers, in aggregate, not exceeding ₹ 20,000 Mn (Rupees Twenty Thousand Million only) in a financial year, provided that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

Resolved further that the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including but not limited to finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to the foregoing resolution for and on behalf of the Company, settling all such issues, questions, difficulties or doubts whatsoever that may arise, delegating all or any of the powers herein conferred to any Director(s), Committee(s), executive(s), officer(s) or representatives(s) of the Company, and to take all such decisions powers herein conferred to, without being required to seek further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Resolved further that all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Registered Office:
Airtel Centre, Plot No. 16
Udyog Vihar, Phase IV,
Gurugram - 122015, India
CIN: L74899HR1995PLC132187
Email: bhartihexacom@bharti.in

Date: May 13, 2026
Place: Gurugram

By order of the Board
For **Bharti Hexacom Limited**

Amit Chaturvedi
Company Secretary and Compliance Officer
Membership No.: F12919
Address: Bharti Hexacom Limited
Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase II, New Delhi - 110070, India

Notes for Members' Attention:

Virtual Meeting

1. An explanatory statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (the 'Act'), read with the relevant rules made thereunder and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, setting out the material facts and reasons in respect of Item Nos. 4 to 7 of this Notice of Annual General Meeting ('Notice'), is annexed herewith.

The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 ('MCA Circulars'), has allowed the Companies to conduct the Annual General Meeting ('AGM') through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') until further notice. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ('SEBI Listing Regulations') and MCA Circulars, the 31st Annual General Meeting ('AGM') of the Company is being held through Video Conferencing ('VC'). The deemed venue for this AGM shall be the Registered Office of the Company.

2. Since the AGM is being held through VC, physical attendance of the members is not required in terms of MCA Circulars. Accordingly, the facility for appointment of proxies by members is not available, as provided in the MCA Circulars and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. Also, the requirement to annex the route map for AGM venue is not required.

Electronic Dispatch of Notice and Annual Report

3. In terms of the Circulars and other applicable laws, the Notice along with Annual Report for FY 2025-26 is being sent through electronic mode only, to those members/ beneficial owners whose names are appearing in the Register of members/ list of beneficial owners received from the depositories as on **Friday, July 10, 2026** and whose email addresses are registered with the Company/ Depository Participants/ Depositories/ Registrar and Share Transfer Agent of the Company.

The Company is also sending a physical communication to the members whose email addresses are not updated in the records, which contains the exact link and a QR code for the Company's website to access the Notice, Annual Report for FY 2025-26 and other relevant documents. The Company, in the aforesaid physical communication, will request the members to get their email addresses and mobile numbers registered, by following the guidelines mentioned therein. Detailed guidelines in this regard, are also given in Note no. 18 of this Notice.

4. The Notice, Annual Report for FY 2025-26 and other relevant documents will be available on the website of the Company (https://www.bhartihexacom.in/results-annual-results.html) on the website of e-voting service provider (https://evoting.kfintech.com/public/Downloads.aspx) and on the website of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com) in compliance with the MCA Circulars. The aforesaid documents can also be accessed by scanning the given QR code.

E-voting and participation in the AGM through VC

5. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Act, Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations and in terms of Section VI-C of SEBI Master Circular dated January 30, 2026 (in relation to e-voting facility provided by listed entities), the Company is pleased to provide the facility of remote e-voting and e-voting at the AGM to its members in respect of the business to be transacted at the AGM.

6. The Company has engaged the services of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company ('KFin' or 'RTA') as the Authorised Agency to provide the aforesaid e-voting facilities.

7. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	From 9:00 a.m. (IST) on Friday, August 07, 2026
End of remote e-voting	Upto 5:00 p.m. (IST) on Monday, August 10, 2026

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFin upon expiry of aforesaid period. Once the vote on the resolution is casted by the member, he/ she shall not be allowed to change it subsequently.

The cut-off date for the purpose of reckoning the voting rights is **Tuesday, August 04, 2026 ('Cut-off date')**. Accordingly, only those members whose names are recorded in the Register of members/ list of beneficial owners maintained by the depositories as on Cut-off date (including those members who may not have received this Notice due to non-registration of their email ID with the DPs) shall be entitled to vote by way of remote e-voting/ e-voting at AGM. The person who is not a member/ beneficial owner as on the Cut-off date, should treat this Notice for information purposes only.

8. The Company is also providing VC facility to its members for joining/ participating at the AGM.

9. All the shareholders including large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel and Auditors are encouraged to attend the AGM.

10. The members attending the AGM who have not cast their vote by remote e-voting, shall be entitled to vote through e-voting at the AGM. However, the members can opt for only one mode of voting i.e. either remote e-voting or e-voting at the AGM. The members who have cast their vote by remote e-voting may also attend the AGM but will not be able to vote again at the AGM.

11. In case of joint holders attending the meeting, only such joint holder who is first in the order of names will be entitled to vote.

12. To ensure smooth transmission and co-ordination during the Q&A Session, the Company is providing the facility of Speaker Registration for this AGM. Members who would like to express their views or ask questions during the AGM may register themselves by sending a request mentioning their name, demat account, email id, mobile number through their registered email address, to the Company at bhartihexacom@bharti.in or by logging on to https://emeetings.kfintech.com/ during the period from Monday, August 03, 2026 to Friday, August 07, 2026. Only those members who have pre-registered themselves as Speaker will be allowed to express their views or ask questions at the AGM.

13. Members can submit their questions in advance with regard to the financial statements or any other matter to be placed at the AGM by sending an email to the Company at bhartihexacom@bharti.in, mentioning their name, demat account number etc. on or before Friday, August 07, 2026. Such questions will be suitably replied by the Company. The Company reserves the right to restrict the number of questions and speakers, depending upon the availability of time, for smooth conduct of the AGM.

14. The recorded transcript of this meeting shall, as soon as possible, be made available on the website of the Company at https://www.bhartihexacom.in/results-annual-results.html.

15. In connection with the remote e-voting facility provided by the Company, members may note the following:

(a) Pursuant to Section VI-C of SEBI Master Circular dated January 30, 2026 (in relation to e-voting facility provided by listed entities), e-voting facility has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ Depository Participants ('DP') in order to increase the efficiency of the voting process.

(b) Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and email ID with their DPs to access e-voting facility.

16. Members are requested to carefully read the below instructions in connection with remote e-voting facility and procedure for joining the AGM:

17. Procedure to cast vote through remote e-voting

I. Login and e-voting method for Individual members holding shares of the Company in demat mode:

Type of member	Login Method
Individual members holding shares in demat mode with NSDL	1. **Existing user already registered for Internet-based Demat Account Statement (IDeAS) facility:** a. Visit https://eservices.nsdl.com. b. Click on the 'Beneficial Owner' icon under 'Login' under 'IDeAS' section. c. On the new page, enter User ID and Password. Post successful authentication, click on 'Access to e-voting'. d. Click on Company name (i.e. Bharti Hexacom Limited) or ESP (i.e. KFin). The member will be re-directed to KFin's website for casting the vote during the remote e-voting period. 2. **User not registered for IDeAS e-Services:** a. To register, click on link: https://eservices.nsdl.com. b. Select 'Register Online for IDeAS' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. c. Proceed with completing the required fields and follow steps given in point no. 1 above. 3. **Accessing the e-voting website of NSDL:** a. Open URL: https://eservices.nsdl.com. b. Click on the icon 'Login' which is available under 'Shareholder/ Member' section. c. A new screen will open. Enter User ID (i.e. 16 digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. d. On successful authentication, Member will be requested to select the name of the Company and the ESP's name, i.e. KFin. e. On successful selection, Member will be re-directed to the e-voting page of KFin for casting their vote during the e-voting period.

Type of member	Login Method
	4. Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual members holding shares of the Company in demat mode with CDSL	1. **Existing user who have opted for Easi/ Easiest:** a. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com and click on 'Login to - My Easi' (under Quick Links). b. Login with registered user id and password. c. The member will see the e-voting menu. The menu will have links of ESP i.e. KFin e-voting portal. d. Click on ESP's name (i.e. KFin) to cast the vote. 2. **Users not registered for Easi/ Easiest:** a. Option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration. b. Proceed with completing the required fields and follow the steps given in point 1 above. 3. **Accessing the e-voting website of CDSL:** a. Visit https://evoting.cdslindia.com/Evoting/EvotingLogin. b. Provide the Demat account number and PAN. c. System will authenticate user by sending OTP on registered Mobile and Email as recorded in the Demat Account. d. On successful authentication, Member will be provided links for the respective ESP i.e. KFin and member will be re-directed to the e-voting page of KFin to cast the vote without any further authentication.
Individual members holding shares of the Company in demat mode - Login through their demat account/ website of respective Depository Participants ('DP')	a. Members can also login using the login credentials of the demat account maintained with DPs registered with NSDL/ CDSL for e-voting facility. b. Once logged-in, Members will have to click on e-voting option. members will then be redirected to website of NSDL/ CDSL, wherein e-voting feature can be used. c. By clicking on options available against Company's name i.e. Bharti Hexacom Limited or ESP i.e. KFin, member will be redirected to e-voting website of KFin for casting vote without any further authentication.

Note: *Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID/ Password option available at abovementioned websites.*

Helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Shares held with NSDL	**Email:** evoting@nsdl.co.in **Toll free no:** 1800 1020 990 or 1800 22 44 30
Shares held with CDSL	**Email:** helpdesk.evoting@cdslindia.com **Contact no:** 022-23058738 or 23058542/43

II. Login and e-voting method for members other than Individuals holding shares of the Company in demat mode:

<table>
<tr><th>Type of member</th><th>Login Method</th></tr>
<tr><td>Members whose email IDs are registered with the Company/ RTA/ DP</td><td>Members whose email IDs are registered with the Company/ Depository Participants(s)/ RTA, will receive an email from KFin which will include details of E-Voting Event Number (EVEN), User ID and password. They will have to follow the below process:

a. Launch internet browser and go to https://evoting.kfintech.com.

b. Enter the login credentials (i.e. User ID and password). In case of demat account, User ID will be DP ID and Client ID. However, if the member is already registered with KFin for e-voting, the existing User ID and password can be used for casting the vote.

c. After entering these details appropriately, click on "LOGIN".

d. Thereafter, on the password change Menu, the member will be required to mandatorily change the password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.). The system will prompt to change the password and update the contact details like mobile number, email ID etc. on first login. The member can also enter a secret question and answer thereto to retrieve the password in future. Please do not share the password with any other person and also take utmost care to keep the password confidential.

e. Thereafter, the member will need to login again with the new credentials.

f. On successful login, the system will prompt to select the "EVEN" of "Bharti Hexacom Limited" and click on "Submit". Members are requested to select the respective EVENs (i.e. 9901) and vote.

g. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off date under "FOR/ AGAINST" or alternatively, enter any partial number in "FOR" and any partial number in "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed the total shareholding of the member as on the Cut-off date. The member may also choose the option "ABSTAIN". If the member does not indicate either "FOR" or "AGAINST", it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

h. Members holding multiple demat accounts shall complete the voting process separately for each demat accounts.

i. The member may then cast the vote by selecting an appropriate option and click on "Submit".

j. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once the member has voted on the resolution, the vote shall not allowed to be modified. During the voting period, Members can login any number of times till they have voted on the resolution.</td></tr>
<tr><td>Members whose email ID are not registered with the Company/ RTA/ DP</td><td>Members whose email addresses are not yet registered with the Company/ Depository/ DPs/ RTA and consequently, have not received the email communication from KFin with e-voting login credentials, are requested to get their email addresses and mobile numbers registered by following the procedure laid down in Note no. 18 of this Notice.</td></tr>
</table>

Procedure for joining the AGM via VC

A. Members who are entitled to attend the AGM can participate by logging on the e-voting website of KFin viz. https://emeetings.kfintech.com/ using their secure e-voting login credentials or with the registered mobile and OTP option. Members are requested to use stable Wi-Fi or LAN connection while attending the AGM through Desktop/ Laptop/ Smartphone/ Tablet to avoid any disturbance/ glitches during the meeting.

B. Members attending the AGM who have not cast their vote by remote e-voting, shall be entitled to vote at AGM through the e-voting at the AGM. Please click on 'Vote' button appearing on the screen to cast your vote.

C. For convenience of the Members and proper conduct of AGM, Members can login and join at least 30 minutes before the time scheduled for the AGM. The joining link shall be kept open throughout the proceedings of AGM.

Other instructions for remote e-voting and attendance at the AGM

A. Pursuant to the provisions of Sections 112 and 113 of the Act, representatives of the corporate members may be appointed for the purpose of voting through remote e-voting or for participation and voting at the AGM through e-voting facility.

In view of the above, Body corporates/ Institutional members (i.e. other than individuals, HUF, NRI etc.) are entitled to appoint authorised representative(s) for the aforesaid e-voting and attendance at the AGM. In this regard, such members are required to send the latest certified copy of the Board Resolution/ Authorization Letter/ Power of Attorney authorizing their representative(s) to vote and/ attend on their behalf. The said resolution/ letter/ power of attorney shall be sent through registered email ID to the Scrutinizer at support@corp-nexus.com with a copy marked to evoting@kfintech.com.

B. Any Member who has not received/ forgotten the User ID and Password, may obtain/ generate/ retrieve the same from KFin in the manner as mentioned below:

(i) If the mobile number of the member is registered against the DP ID Client ID, the member may send SMS: MYEPWD followed by DP ID Client ID to 9212993399.

- Example for NSDL: MYEPWDIN12345612345678
- Example for CDSL: MYEPWD1402345612345678

(ii) If email address or mobile number of the member is registered against DP ID Client ID, the member may visit https://evoting.kfintech.com/ and click "Forgot Password". Thereafter, the member will be redirected to the webpage https://evoting.kfintech.com/common/passwordoptions.aspx wherein member will have to enter DP ID Client ID and PAN to generate a new password.

C. It is strongly recommended to members that they do not share their password with any other person and take utmost care to keep the password confidential.

D. In case of any query, clarification(s) and/ or grievance(s), in respect of remote e-voting and attendance at the AGM, please contact Mr. Ramesh S R, Deputy Vice President, KFin Technologies Limited, Selenium Building, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, India at evoting@kfintech.com or call on toll free no. 1800 309 4001 for any further clarification. Further, the members may also refer to the "Help" and "F.A.Q's" sections available on KFin's website at https://evoting.kfintech.com/public/Faq.aspx.

Procedure for registration of email addresses

18. Those Members who have not yet registered their email addresses and consequently, have not received the Notice and Annual Report, are requested to get their email addresses and mobile numbers registered, by following the guidelines mentioned below:

(i) Members holding shares in dematerialized form are requested to register/ update their email addresses with their respective DPs.

(ii) In case of queries with respect to the aforesaid process, Members are requested to write to einward.ris@einward.ris@kfintech.com or call at the toll free number 1800 309 4001.

Voting results and scrutinizer's report

19. The Board of Directors have appointed Mr. Harish Chawla (FCS-9002; C.P. No.: 15492), Partner, M/s CL & Associates, Company Secretaries ('CLA'), and failing him, Mr. Abhishek Lamba (FCS-10489 C.P. No.: 13754), Partner, CLA, as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM and they have communicated their willingness to be appointed and will be available for the said purpose.

20. The Scrutinizer, after scrutinizing the voting through remote e-voting and e-voting at the AGM, shall prepare a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or any other person authorised by the Chairman. The Chairman or the authorised person shall declare the voting results within two working days from the conclusion of the AGM. The voting results declared shall be available on the website of the Company (https://www.bhartihexacom.in/results-annual-results.html) and on the website of KFin (https://evoting.kfintech.com/public/Downloads.aspx) and shall also be displayed at the registered office and corporate office of the Company. The voting results shall simultaneously be communicated to the Stock Exchanges viz. NSE and BSE.

21. The resolutions set out in this Notice, if passed, shall be deemed to be passed on the date of AGM i.e. Tuesday, August 11, 2026.

Payment of Dividend related information

22. Members may note that the Board, in its meeting held on May 13, 2026, has recommended a final dividend of ₹ 18/- per fully paid-up equity share.

Dividend Key Dates:

Record date	**Friday, July 31, 2026**
Date of Payment	within 30 days of declaration

**to determine the Members eligible for final dividend*

23. In respect of members holding shares in dematerialized form, the bank details as furnished by the respective depositories to the Company will be used for transfer of dividend through Electronic Clearance Scheme ('ECS') facility. The Company/RTA will not act on any direct request from members holding shares in dematerialized form for change/ deletion of such bank details.

TDS related information

24. Members may note that as per the provisions of Income tax Act, 2025 (IT Act), dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (TDS) from the dividend paid to the Members at the rates prescribed in the Income Tax Act. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the relevant documents as specified below and such other documents as specified under income tax act and rules.

For Resident Members, taxes shall be deducted at source under Section 393(1), Table Sr. No. 7 of the Income Tax Act as follows:

- Members having valid Permanent Account Number (PAN) other than specified categories: 10%* or as notified by the Government of India
- Members not having valid PAN: 20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during financial year 2025-26 does not exceed ₹ 10,000/- and also in cases where members (other than a Company or firm and who meets all the required eligibility conditions) provide Form 121 subject to conditions specified in the IT Act. Resident shareholders to submit such other documents as prescribed under Income tax Act, 2025 read with Income tax Rule, 2026 and specified in the TDS communication shared by the Company, to claim a lower/ nil deduction of tax at source. PAN is mandatory for members providing Form 121 or any other document as mentioned above.

** As per Section 262 of Income Tax Act, 2025 every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid/ inoperative and he shall be liable to all consequences under the IT Act and tax shall be deducted at the higher rates as prescribed under the IT Act.*

For Non-resident Members, tax at source shall be deducted under Section 393 of the Income Tax Act at the applicable rates. As per the relevant provisions of the Income Tax Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-resident Members.

Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source at the rate of 20% (plus applicable surcharge and cess) under Section 393 of the Income Tax Act. As per Section 159 of the Income Tax Act, Non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ('DTAA'), read with Multilateral Instrument ('MLI') between India and the country of tax residence of the shareholders, if they are more beneficial to them. For the purpose of availing the benefits under the DTAA read with MLI, Non-resident shareholders will have to provide the following:

- Copy of self-declaration in Form 41 filed electronically on the Income Tax portal for FY 2026-27 as per Rule 75 read with Rule 332 of Income Tax Rules, 2026 (along with copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country, of which the shareholder is resident, to be attached as a mandatory online filing requirement) if all the details required in this form are not mentioned in the TRC.
- Self-Attested copy of the Tax Residency Certificate (TRC) applicable for the period April 2026 to March 2027 obtained from the tax authorities of the Country of which the shareholder is a resident. Where only TRC for calendar year 2026 is available, provide declaration that the shareholder is and will continue to remain a tax resident of the Country of its residence during the financial year 2026-27.
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities or details as prescribed under rule 217 of the Income Tax Rules, 2026'.
- Self-declaration in the format shared with TDS Communication email primarily certifying the following points:
  (a) Shareholder is eligible to claim the benefit of respective tax treaty;
  (b) Shareholder does not have a Permanent Establishment ('PE') or Fixed Base in India or business connection in India or the dividend income is not attributable/ effectively connected to any (PE) or Fixed Base in India or business connection in India;
  (c) Shareholder complies with any other conditions prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI'); and
  (d) Shareholder does not have a place of effective management in India.

For this purpose, the Company will be relying on the information verified from the utility provided and available on the website of Income Tax Department.

For all Members, the aforesaid documents, as applicable, are required to be uploaded online with KFin at https://ris.kfintech.com/form15 on or before Friday, July 31, 2026 to enable the Company to determine the appropriate TDS rates. No communication on the tax determination/ deduction received post Friday, July 31, 2026 shall be considered for payment of the final dividend. It is advisable to upload the documents at the earliest to enable the Company to collate the documents to determine the appropriate TDS rates.

In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/ documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.

Shareholders will also be able to see the credit of TDS in Form 168, which can be downloaded from their e-filing account at https://eportal.incometax.gov.in.

Members may please refer the separate detailed email communication being sent by the Company in connection with the aforesaid amendment in the Income Tax Act, 2025 and relevant procedure to be adopted by the members to avail the applicable tax rate.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of the beneficial rate of tax treaty for TDS is at the discretion of the Company and shall depend upon completeness of the documentation and review of the same by the Company.

Information related to unpaid or unclaimed dividends (Investor Education and Protection Fund)

25. Pursuant to the provisions of Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), the dividend, which remains unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government. Further, as per Section 124 of the Act read with the IEPF Rules, the shares on which dividend remains unclaimed for seven consecutive years or more, are required to be transferred to IEPF.

26. Members may visit the Company's website viz. https://www.bhartihexacom.in/shares-unpaid-dividend.html for tracking details of any unclaimed amounts, pending for transfer to IEPF after completion of seven years from declaration of dividend. Members may note that they can claim their unclaimed dividend by contacting KFin by writing at einward.ris@kfintech.com. Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company and the same is to be claimed from IEPF authority.

Miscellaneous Information

27. All documents referred to in the Notice and explanatory statement thereto will be available electronically for inspection, without any fee, by the members from the date of circulation of this Notice up to the date of AGM i.e. upto Tuesday, August 11, 2026. Members seeking to inspect such document(s) can send a request to the Company at bhartihexacom@bharti.in.

28. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and all the documents referred to in the Notice and explanatory statement, will be available for electronic inspection by the members during the AGM.

29. In terms of SEBI Circular no. SEBI/HO/MIRSD/POD1/P/CIR/2024/81 dated June 10, 2024 (later subsumed as part of the SEBI Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026) and other applicable provisions, the members of the Company (who have not opted for the nomination) are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of shares held by them as well as to prevent accumulation of unclaimed assets in securities market. To avail the facility of nomination or to opt out or cancel/make any variation in the already submitted nomination, members are requested to reach out to their respective DPs. Further, in line with its core mandate of investor protection and safeguarding investor interests, SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2025/32 dated March 19, 2025 has introduced DigiLocker as a Digital Public Infrastructure aimed at reducing Unclaimed Assets in the Indian Securities Market. DigiLocker is digital documents wallet of Government of India that enables investors to obtain and store 'issued documents' and demat holding statements etc., along with a facility to appoint a nominee to their DigiLocker account. In the event of the investor's demise, the appointed nominee(s) will receive access to the deceased's digital information to either initiate the transmission of financial assets or transfer the necessary data to surviving joint holders or legal heirs.

30. Non-resident Indian shareholders are requested to inform the following to the Company or KFin or concerned DP, as applicable:

(a) Change in the residential status on return to India for permanent settlement; and

(b) Particulars of the NRE Account with a Bank in India, if not furnished earlier.

31. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs with whom they are maintaining their demat accounts.

32. In accordance with Regulation 5 and other applicable provisions of SEBI Listing Regulations, various stakeholders of the Company including Key Managerial Personnel, Directors, Promoters and any person dealing with listed entity such as related parties, shareholders etc. are required to adhere to the responsibilities and obligations, if any, assigned to them under SEBI Listing Regulations. These obligations include, but not limited to, disclosure of all information to the listed entity that is relevant and necessary for the listed entity to ensure compliance with the applicable laws.

In view of the above, the Company urges all concerned stakeholders including its members, to remain vigilant and ensure adherence to the relevant requirements/ obligations under SEBI Listing Regulations. The latest copy of the SEBI Listing Regulations can be accessed on SEBI's official website viz. https://www.sebi.gov.in/.

33. Please also note that SEBI, vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 read with circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 and circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023, had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Please note, post exhausting the option to resolve their grievance with the Company/its RTA directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR portal (https://smartodr.in/login).

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4 - Ratification of remuneration to be paid to Cost Auditors of the Company

As per the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company at the General Meeting.

The Board, upon the recommendation of the Audit Committee has approved the appointment of M/s Sanjay Gupta and Associates, Cost Accountants (Firm Registration No. 000212) as Cost Auditor to conduct the audit of the cost records of the Company at a remuneration of ₹ 2,50,000 (Rupees Two Lacs Fifty Thousand only) including out of pocket expenses excluding applicable taxes for the financial year ending March 31, 2027. There has been no change in the remuneration of Cost Auditors as compared to last year.

Accordingly, the Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval/ ratification by the members.

None of the Promoters, Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the resolution as set out at Item No. 4 of the Notice except to the extent of their shareholding.

Item No. 5 - Amendment in the Object Clause of the Memorandum of Association of the Company

Bharti Hexacom Limited ('Hexacom' or the 'Company') is a communications solutions provider offering consumer mobile services, fixed-line telephone and broadband services to customers in Rajasthan and the North East telecommunication circles in India.

The existing objects clause of the Memorandum of Association ('MOA') of the Company was adopted at an early stage of telecommunication industry's development, when business activities were primarily focused toward traditional telecom services. Over the years, the industry has evolved with technological advancement, convergence of services and emergence of integrated digital communication ecosystems. The industry today encompasses a wider range of next generation and evolving communication services, multimedia broadcasting, AI-enabled and cloud-based communication etc. Further, the regulatory framework governing the telecom sector has also evolved over the period, including with the introduction of Telecommunications Act, 2023 which acknowledges such technological advancements and newer forms of communication services.

In view of the above developments, it is considered desirable to realign and broaden the scope of the Company's main objects in MOA to specifically cover such emerging technologies/areas and related business activities within the overall business operations of the Company. It may be noted that the proposed amendment is in the nature of procedural enablement/alignment and has no impact on the existing operations of the Company.

Accordingly, the Board of Directors ('Board'), at its meeting held on May 13, 2026, approved and recommended the amended sub-clause 1 of Clause III(A) of the MOA, subject to approval of the members.

Pursuant to the provisions of Section 13 of the Companies Act, 2013 read with applicable rules made thereunder and all other applicable provisions, if any, approval of the members is sought for alteration in the Objects Clause of MOA of the Company.

Accordingly, the Board hereby recommends the resolution as set out at Item No. 5 of this Notice, for approval of the members by way of Special Resolution.

A copy of the revised MOA, resolution passed by the Board and other relevant documents, if any, referred to in the resolution, will be available for inspection by the members on all working days (except Saturdays, Sundays and National Holidays) during business hours from the date of dispatch of this Notice up till the date of Annual General Meeting, at the registered office and corporate office of the Company as well as electronically. Members seeking to inspect such document(s) electronically, may send an email to the Company at bhartihexacom@bharti.in. The copy of the revised MOA shall also be available on the Company's website at https://www.bhartihexacom.in/results-quarterly-results.html.

None of the Promoters, Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the resolution as set out at Item No. 5 of the Notice except to the extent of their shareholding.

Item Nos. 6 and 7 - Material Related Party Transactions with Bharti Airtel Limited and Indus Towers Limited

A. Regulatory framework

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), material related party transactions ('RPTs') and subsequent material modifications thereto require prior approval of the shareholders of a listed entity.

Under the SEBI Listing Regulations, the materiality threshold for RPTs is determined based on the annual consolidated turnover of the listed entity as per its last audited financial statements. Based on the audited financial statements of Bharti Hexacom Limited ('Company') for the financial year ended March 31, 2026, the applicable materiality threshold for the Company is 10% of its annual consolidated turnover ('RPT Materiality Threshold'). Accordingly, the RPTs exceeding the aforesaid RPT Materiality Threshold require prior approval of the shareholders in compliance with Regulation 23 of the SEBI Listing Regulations.

B. Background

Given the nature of telecommunication industry, the Company work closely with related parties (including group companies) to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and on arm's length basis.

Amongst the transactions that the Company enter into with the related parties, the estimated value of the contract(s)/ arrangement(s)/ transaction(s) of the Company with Bharti Airtel Limited ('Airtel'), the holding company and Indus Towers Limited ('Indus Towers'), a fellow subsidiary company, may exceed the aforesaid RPT Materiality Threshold.

Members may note that the Company has been undertaking such inter-se transactions of similar nature with the said related parties in the past financial years also, in the ordinary course of business and on arms' length after obtaining requisite approvals (as applicable) from the Audit Committee, Board of Directors and shareholders of the Company. The maximum annual value of the proposed transactions is estimated on the basis of current transactions and future business projections. The details of actual transactions entered into by the Company with Airtel and Indus Towers during financial year 2025-26, are given under Clause E of this Explanatory statement.

C. Proposal and details of transactions

The proposed RPTs, being operational and critical in nature, play a significant role in Company's business at a group level. Therefore, in order to secure continuity of operations, the Company is proposing to seek approval of the Members for the potential quantum of transactions with Airtel and Indus Towers , on the terms as stated hereinafter in this Notice.

D. Well-defined and structured Governance process for all Related Party Transactions

In line with Company's well-defined and structured governance process for RPTs, the transactions are undertaken after review and certification by leading independent global valuation/ accounting firms confirming that the proposed pricing mechanism for a particular transaction meets the arm's length criteria. In certain cases, the external valuers from the said leading Independent global valuation/ accounting firm(s) also present the valuation report to the Audit Committee. The Audit Committee considers the certifications of leading independent global valuation/ accounting firm and conducts a comprehensive review before granting approval to any RPT. The Audit Committee also obtains quarterly certificate from CEO and CFO confirming that the proposed RPTs are in the best interest of the Company.

It may be noted that such transactions are approved by only non-interested Independent Directors on the Audit Committee. In terms of "Company's Policy on Related Party Transactions", the Audit Committee of the Company reviews the details of all RPTs entered into by the Company during the previous quarter, pursuant to its approval.

E. Details of the transactions as per SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 read with Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of related party transactions" ('RPT Industry Standards'):

1). Details w.r.t. Material Related Party Transactions with Bharti Airtel Limited, the holding company:

(I). Basic details of the related party

Sr. No.	Particulars	Details
1.	**Name of the related party**	Bharti Airtel Limited ('Airtel')
2.	**Country of incorporation of the related party**	India
3.	**Nature of business of the related party**	Bharti Airtel Limited ('Airtel') is a global communications solutions provider which, directly and through its subsidiary companies, offers a diversified portfolio of services to both retail and enterprise customers.

(II). Relationship and ownership of the related party

Sr. No.	Particulars	Details
1.	**Relationship between the listed entity and the related party including nature of its concern (financial or otherwise)**	Airtel, being the holding company holds 70% stake in the Company as well as is the Promoter of the Company. Nature of concern: Financial
2.	**Shareholding of the listed entity whether direct or indirect, in the related party**	Nil
3.	**Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity**	Not Applicable

Sr. No.	Particulars	Details
4.	**Shareholding of the related party, whether direct or indirect, in the listed entity** **Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered**	Airtel, being the holding company holds 70% direct stake in the Company.

(III). Details of previous transactions with the related party

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year</td><td>The details of actual transactions entered into by the Company with Airtel during FY 2025-26, are as under:
<table>
<tr><th>Category/ Nature of transactions</th><th>Amount of transactions (₹ in Mn)</th></tr>
<tr><td>Availing of services</td><td>12,591</td></tr>
<tr><td>Reimbursements of expenses made or received</td><td>6,521</td></tr>
<tr><td>Rendering of services</td><td>6,339</td></tr>
<tr><td>Purchase/ sale/ exchange/ transfer/ lease of business asset(s) and/ or equipment(s)</td><td>2,082</td></tr>
<tr><td>TOTAL</td><td>27,533</td></tr>
</table>
Notes:
1) Above transactions were entered in the ordinary course of business and on arms' length terms after obtaining necessary prior approval of the Audit Committee of the Company.
2) Above figures include applicable GST.</td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought</td><td>Since, this Notice of Annual General Meeting is approved by the Board of Directors in its meeting held on May 13, 2026, the Company is providing the details of the actual transactions entered into by the Company with Airtel during FY 2025-26 in Sr. No. 1 of this table.</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year</td><td>None</td></tr>
</table>

(IV). Amount of the proposed transaction(s)

Sr. No.	Particulars	Details
1.	**Amount of the proposed transactions being placed for approval in the meeting of the shareholders**	Upto ₹ 42,000 Mn per annum.
2.	**Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT**	Yes

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>44.90% of annual turnover of Bharti Hexacom Limited for the financial year 2025-26.</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>Not Applicable</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available</td><td>1.99% of annual consolidated turnover of Bharti Airtel Limited for the financial year 2025-26.</td></tr>
<tr><td>6.</td><td>Financial performance of the related party (standalone basis) for the immediately preceding financial year</td><td>
<table>
<tr><th>Particulars</th><th>Amount for FY 2025-26 (₹ in Mn)</th></tr>
<tr><td>Turnover</td><td>1,214,927</td></tr>
<tr><td>Profit after Tax</td><td>137,445</td></tr>
<tr><td>Net-worth</td><td>1,605,349</td></tr>
</table>
</td></tr>
</table>

(V). Basic details of the proposed transaction(s)

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.)</td><td>a) availing and rendering of service(s) including telecommunication services viz. Voice, Data, VAS, SMS, Bandwidth, Fiber, interconnect and inter circle arrangement services etc. and related services;
b) reimbursement of expenses including towards availing/ providing for sharing/ usage of each other's resources viz. employees, marketing, office space, infrastructure including IT assets, taxes and related owned/ third party services;
c) purchase/ sale/ exchange/ transfer/ lease of business asset(s) and/ or equipment to meet the business objectives/ requirements;
d) selling or otherwise disposing of or leasing, or buying property(ies) to meet the business objectives/ requirements; and
e) transfer of resources, services or obligations to meet the business objectives/ requirements.

The members, at the 30th AGM held on August 20, 2025, had approved the said related party transactions with Airtel during FY 2025-26 and FY 2026-27 upto the date of 31st AGM, such that the aggregate value of transactions does not exceed ₹ 40,000 Mn in any financial year. Hence, these transactions are now due for renewal at this AGM.

Accordingly. the approval of the members is now sought to enter/ continue to enter into related party transactions with Airtel during FY 2026-27 and FY 2027-28 upto the date of 32nd AGM such that the aggregate value of transactions does not exceed ₹ 42,000 Mn in any financial year.</td></tr>
</table>

Sr. No.	Particulars	Details
		The said approval of members shall be valid for a period commencing from the date of this 31st AGM upto the date of 32nd AGM to be held in calendar year 2027 subject to the maximum period of fifteen months.
2.	**Details of each type of the proposed transaction**	Please refer to our response in Sr. No. 1 of this table.
3.	**Tenure of the proposed transaction**	Please refer to our response in Sr. No. 1 of this table.
4.	**Whether omnibus approval is being sought?**	Yes
5.	**Value of the proposed transaction during a financial year** **If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.**	Upto ₹ 42,000 Mn per annum.
6.	**Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity**	The strategic advantages for the Company in transacting with Bharti Airtel Limited/ justification as to why the transactions with Bharti Airtel Limited are in the interest of the Company, are as follows: a) Hexacom provides telecommunication services in North East and Rajasthan service areas under the Unified License granted by the Department of Telecommunications and accordingly, provides/ avails Voice, data Bandwidth, VAS and SMS etc. and related services to/ from the Airtel to derive group-wide operational and financial synergies. b) Hexacom, being the subsidiary of Airtel, pools and shares services of Airtel group-wide common employees, infrastructure, assets and resources with which Hexacom drives operational synergy and optimization of common assets and resources for both, Hexacom and Airtel.
7.	**Details of the Promoter(s)/ Directors(s)/ Key Managerial Personnel of the listed entity who have interest in the transaction, whether directly or indirectly.**	Sunil Bharti Mittal and Rajan Bharti Mittal, Directors of Airtel are brothers of Rakesh Bharti Mittal, Non-executive Director of the Company. None of the Promoters, Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolutions except to the extent of their shareholding and aforesaid common directorships as disclosed above.
8.	**A copy of the valuation or other external party report, if any, placed before the Audit Committee.**	Please refer to our response in Sr. No. 2 of Table (VI) below.
9.	**Other information relevant for decision making.**	All relevant/ important information forms part of this Explanatory Statement.

B (1): Other details

Sr. No.	Particulars	Details
1.	**Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.**	The proposed transactions are based on the Technical capabilities, operational expertise, infrastructure availability and industry standing of Bharti Airtel Limited, which is one of the leading telecom service provider in India.

Sr. No.	Particulars	Details
2.	**Basis of determination of price.**	All the proposed transactions shall be undertaken on the basis of review and certification by a leading independent global valuation firm confirming that the pricing mechanism for the proposed transaction(s) meets the arm's length criteria. The aforesaid certificate(s) issued by the independent firm certifying the relevant transactions, are available on the Company's website at https://www.bhartihexacom.in/results-annual-results.html. The same can also be accessed through given QR Code. Further, the proposed transactions are purely operational/ integral part of Company's operations given the nature of telecommunication industry and are in the ordinary course of business of the Company.
3.	**In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:**	None
	a. Amount of Trade advance.	
	b. Tenure.	
	c. Whether same is self-liquidating?	

B (7): Disclosure only in case of transactions relating to payment of royalty

Sr. No.	Particulars	Details
1.	**Purpose for which royalty is proposed to be paid to the related party in the current financial year**	
	a. For use of brand name/ trademark	Bharti Hexacom Limited is part of Bharti Airtel Group* and operates under common brand. The royalty (Upto ₹ 700 Mn for FY 2026-27) is proposed to be paid for such use of brand name/ trademarks.
	b. For transfer of technology know-how	Not Applicable
	c. For professional fee, corporate management fee or any other fee	
	d. Any other use (specify)	
2.	**(a) The listed entity may confirm whether the parent company charges royalty at a uniform rate from all group companies in other jurisdiction.**	Airtel charges royalty at a uniform rate from all its Indian subsidiaries across all jurisdictions within India for use of brand name/ trademarks.
	(b) If No, furnish information below: **If royalty is paid to the parent company, disclose royalty received by the parent company from group entities in other jurisdiction:** • **Minimum rate of royalty charged along with corresponding absolute amount** • **Maximum rate of royalty charged along with corresponding absolute amount** ***Note:*** *The disclosure shall be made on a gross basis (Cost to the Company), including taxes paid on behalf of the recipient of royalty.*	Not Applicable
3.	**Sunset Clause for Royalty payment, if any.**	Not Applicable

**Bharti Airtel Group means Bharti Airtel Limited and its direct and indirect subsidiaries, associate companies, and joint ventures, including any entities that may be added to or form part of the Group from time to time.*

Note: *Please note that disclosures pertaining to B(2) to B(6) and C(1) to C(6) are not applicable.*

2). Details w.r.t. material Related Party Transactions with Indus Towers Limited, a fellow subsidiary company:

(I). Basic details of the related party

Sr. No.	Particulars	Details
1.	**Name of the related party**	Indus Towers Limited ('Indus Towers')
2.	**Country of incorporation of the related party**	India
3.	**Nature of business of the related party**	Indus Towers is India's leading provider of passive telecom infrastructure and it deploys, owns and manages telecom towers and communication structures, for various mobile operators.

(II). Relationship and ownership of the related party

Sr. No.	Particulars	Details
1.	**Relationship between the listed entity and the related party including nature of its concern (financial or otherwise)**	Indus Towers is a subsidiary of Bharti Airtel Limited, i.e. fellow subsidiary of the Company. Nature of concern: Financial
2.	**Shareholding of the listed entity whether direct or indirect, in the related party**	The Company doesn't have any stake in Indus Towers.
3.	**Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity**	Not Applicable
4.	**Shareholding of the related party, whether direct or indirect, in the listed entity** **Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered**	Nil

(III). Details of previous transactions with the related party

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year</td><td>The details of actual transactions entered into by the Company with Indus during FY 2025-26, are as under:
<table>
<tr><th>Category/ Nature of transactions</th><th>Amount of transactions (₹ in Mn)</th></tr>
<tr><td>Availing of services</td><td>8,787</td></tr>
<tr><td>Reimbursements of expenses made or received</td><td>5,145</td></tr>
<tr><td>Purchase/ sale/ exchange/ transfer/ lease of business asset(s) and/ or equipment(s)</td><td>150</td></tr>
<tr><td>Rendering of services</td><td>0*</td></tr>
<tr><td>TOTAL</td><td>14,082</td></tr>
</table>
*Due to rounding-off, amount appearing as zero.
Notes:
1) Above transactions were entered in the ordinary course of business and on arms' length terms after obtaining necessary prior approval of the Audit Committee of the Company.
2) The total amount of transactions with Indus Towers Limited as disclosed in the financial statements is ₹ 11,038 Mn The difference is on account of Right of Use Assets and Lease Liabilities accounting in accordance with IND AS 116.
3) Above figures include applicable GST.</td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought</td><td>Since, this Notice of Annual General Meeting is approved by the Board of Directors in its meeting held on May 13, 2026, the Company is providing the details of the actual transactions entered into by the Company with Indus Towers during FY 2025-26 in Sr. No. 1 of this table.</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity during the last financial year</td><td>None</td></tr>
</table>

(IV). Amount of the proposed transaction(s)

Sr. No.	Particulars	Details
1.	**Amount of the proposed transactions being placed for approval in the meeting of the shareholders**	Upto ₹ 20,000 Mn per annum.
2.	**Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT**	Yes
3.	**Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year**	21.38% of annual turnover of Bharti Hexacom Limited for the FY 2025-26.
4.	**Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)**	Not Applicable
5.	**Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available**	6.16% of annual consolidated turnover of Indus Towers Limited for the FY 2025-26.

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>6.</td><td>Financial performance of the related party (standalone basis) for the immediately preceding financial year</td><td><table>
<tr><th>Particulars</th><th>Amount for FY 2025-26 (₹ in Mn)</th></tr>
<tr><td>Turnover</td><td>324,931</td></tr>
<tr><td>Profit after Tax</td><td>71,348</td></tr>
<tr><td>Net-worth</td><td>396,788</td></tr>
</table></td></tr>
</table>

(V). Basic details of the proposed transaction(s)

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/ services, giving loan, borrowing etc.)</td><td>
a) availing of service(s) including passive infrastructure and/ or related services required for active services viz. IBS, WiFi etc. and/ or services, including but not limited to, of project management or of provisioning, establishing, installation, operation and maintenance thereof;

b) rendering of service(s) including telecommunication services viz. landline, mobile, voice, data, leased line broadband facility, SIM charges and USB Dongles etc;

c) reimbursement of expenses including energy expenses, towards availing/ providing for sharing/ usage of each other's employees, infrastructure, related owned/ third party services and payment of taxes;

d) purchase/ sale/ exchange/ transfer/ lease of asset(s) and/ or equipment(s) to meet the business objectives/ requirements;

e) selling or otherwise disposing of or leasing, or buying property(ies) to meet the business objectives/ requirements; and

f) transfer of resources, services or obligations to meet the business objectives/ requirements.

The Company has an arrangement with Indus Towers governing the detailed terms and conditions under which the Company avails passive infrastructure and/ or related services from Indus Towers. The arrangement prescribes material terms and conditions w.r.t. sharing of passive infrastructure at sites, provision for related operation and maintenance service, corresponding obligations of both the parties and service level schedules applicable with respect to the said obligations. The arrangement also prescribes the tower sharing process, site access, acquisition and deployment timelines, the service levels and uptime to be maintained, site electrification requirements, the governance process and applicable charges including standard charges, annual increment, various site levels, premiums and additional charges determined basis the installed active equipment of the Company etc.

The members, at the 30th AGM held on August 20, 2025, had approved the said related party transactions with Indus Towers during FY 2025-26 and FY 2026-27 upto the date of 31st AGM such that the aggregate value of transactions does not exceed ₹ 22,000 Mn in any financial year. Hence, these transactions are now due for renewal at this AGM.

Accordingly, the approval of the members is now sought to enter/ continue to enter into related party transactions with Indus Towers during FY 2026-27 and FY 2027-28 such that the aggregate value of transactions not exceeding ₹ 20,000 Mn in any financial year. The said approval of members shall be valid for a period commencing from the date of this 31st AGM upto the date of 32nd AGM to be held in calendar year 2027, subject to the maximum period of fifteen months.
</td></tr>
</table>

Sr. No.	Particulars	Details
2.	**Details of each type of the proposed transaction**	Please refer to our response in Sr. No. 1 of this table.
3.	**Tenure of the proposed transaction**	Please refer to our response in Sr. No. 1 of this table.
4.	**Whether omnibus approval is being sought?**	Yes
5.	**Value of the proposed transaction during a financial year** **If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.**	Upto ₹ 20,000 Mn per annum.
6.	**Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity**	The strategic advantages for the Company in transacting with Indus Towers/ justification as to why the transactions with Indus Towers are in the interest of the Company, are as follows: a) Indus Towers is one of the world's largest telecom tower companies, with a nationwide presence. Therefore, the Company remains in a better position with Indus Towers in terms of tower sharing process, site selection, speed and quality of acquisition and deployment, the service levels, uptime, site electrification requirements and the governance process etc. Availability of such synergies in the operational processes helps the Company in providing improved quality of services and maintaining consistent high service standards across the business. b) Network requires site infrastructure to be established for providing mobility and enterprise services. Sites planned in the network are defined so that they can provide best coverage and performance for services provided by the Company. As establishment of infrastructure is capital intensive, the contracts/ agreements with infrastructure partners are built for long term period. Therefore, to maintain continuity of services, experience and contractual obligations, the Company needs to continue to use such passive infrastructure established with Indus Towers on long-term basis. c) As the technology upgrades, the same infrastructure or site is leveraged for upgrading Company's network. Leveraging existing infrastructure gives the Company, the lowest cost for upgrade as well as enables to maintain the same site grid across all technologies for better user experience. d) The Company leverages the existing site infrastructure to provide B2B services (and connectivity to its Homes infrastructure as well), which helps the Company to optimize/ the cost of delivering those services from common infrastructure/ site. e) Indus Towers, being the fellow subsidiary of the Company, pools and shares services of groupwide common infrastructure, assets and resources with the Company which drives operational synergy and optimization of common assets and resources for both, Indus Towers and the Company. f) The arrangement with Indus Towers brings environmental benefits like reduction in diesel consumption, conservation of resources, energy savings and reduced pollution etc., due to enhanced sharing, improved tenancy and world-class ESG practices adopted by Indus Towers.

Sr. No.	Particulars	Details
7.	**Details of the Promoter(s)/ Directors(s)/ Key Managerial Personnel of the listed entity who have interest in the transaction, whether directly or indirectly.**	Rakesh Bharti Mittal and Soumen Ray, Non-executive Directors of the Company, are the Non-executive Directors on the Board of Indus Towers. Rajan Bharti Mittal, Non-executive Director of Indus Towers is the brother of Rakesh Bharti Mittal, Non-executive Director of the Company. None of the Promoters, Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolutions except to the extent of their shareholding and aforesaid common directorships as disclosed above.
8.	**A copy of the valuation or other external party report, if any, placed before the Audit Committee.**	Please refer to our response in Sr. No. 2 of Table (VI) below.
9.	**Other information relevant for decision making.**	All relevant/ important information forms part of this Explanatory Statement.

B (1): Other details

Sr. No.	Particulars	Details
1.	**Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.**	The proposed transactions are based on the technical capabilities, operational expertise, infrastructure availability and industry standing of Indus Towers, which is one of the leading telecom infrastructure providers in India.
2.	**Basis of determination of price.**	All the proposed transactions shall be undertaken on the basis of review and certification by a leading independent global valuation firm confirming that the pricing mechanism for the proposed transaction(s) meets the arm's length criteria. The aforesaid certificate(s) issued by the independent firm certifying the relevant transactions, are available on the Company's website at https://www.bhartihexacom.in/results-annual-results.html. The same can also be accessed through given QR Code Further, the proposed transactions are purely operational/ integral part of Company's operations given the nature of telecommunication industry and are in the ordinary course of business of the Company.
3.	**In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:**	None
	a. Amount of Trade advance.	
	b. Tenure.	
	c. Whether same is self-liquidating?	

Note: *Please note that disclosures pertaining to B(2) to B(7) and C(1) to C(6) are not applicable.*

Members may note that the said Related Party Transactions, placed for Members' approval, shall, at all times, be subject to prior approval of the Audit Committee of the Company and shall continue to be in the ordinary course of business and at arm's length. The transactions shall also be reviewed/ monitored on periodic basis by the Audit Committee of the Company in terms of the applicable provisions of SEBI Listing Regulations and relevant circular(s) made thereunder and shall remain within the proposed amount(s) being placed before the Members. Any subsequent material modifications in these transactions, as may be defined by the Audit Committee as a part of Company's Policy on Related Party Transactions, shall be placed before the Members for approval, in terms of Regulation 23(4) of SEBI Listing Regulations.

The Board of Directors of the Company, at its meeting held on May 13, 2026, on the approval and recommendation of the Audit Committee and subject to approval of the Members, approved the proposed Related Party Transactions with Airtel and Indus Towers, such that the maximum value of the transactions with a related party in any financial year does not exceed the amounts as proposed aforesaid in the respective resolutions. Further, the Audit Committee, while approving the proposed transactions, has reviewed the certificate(s) provided by the Chief Executive Officer and Chief Financial Officer of the Company, in compliance of the RPT Industry Standards.

Pursuant to Regulation 23 of SEBI Listing Regulations, Members may also note that no related party of the Company shall vote to approve the Item Nos. 6 and 7, whether the entity is a related party to the particular transaction or not.

None of the Promoters, Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolutions except to the extent of their shareholding and common directorships, if any, as disclosed in this explanatory statement. Further, the proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders and shall be in the best interest of the Company and its shareholders.

The Board accordingly recommends the resolutions set forth at Item Nos. 6 and 7, for approval of the Members as Ordinary Resolutions.

Registered Office:
Airtel Centre, Plot No. 16
Udyog Vihar, Phase IV,
Gurugram - 122015, India
CIN: L74899HR1995PLC132187
Email: bhartihexacom@bharti.in

Date: May 13, 2026
Place: Gurugram

By order of the Board
For **Bharti Hexacom Limited**

Amit Chaturvedi
Company Secretary and Compliance Officer
Membership No.: F12919
Address: Bharti Hexacom Limited
Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase II, New Delhi - 110070, India

ADDITIONAL INFORMATION PURSUANT TO APPLICABLE PROVISIONS OF SEBI LISTING REGULATIONS, COMPANIES ACT, 2013 AND SECRETARIAL STANDARDS - 2, AS ON THE DATE OF NOTICE

Particulars	Details
Appointment/re-appointment/ approval of remuneration	Re-appointment
Name	JS Deepak
Director Identification Number (DIN)	02194470
Date of Birth	July 16, 1958
Age (in years)	67 years
Original date of appointment	May 20, 2022
Qualifications	• IAS, MBA degree from the Indian Institute of Management (IIM), Ahmedabad • Advanced course in Health Communication from Johns Hopkins University, Baltimore, USA
Experience and expertise in specific functional area	• Leadership • Financial Expertise • Strategic Management • Industry and Sector Experience • Corporate Governance and Legal • Technology and People Management
Terms and conditions of re-appointment and remuneration	As per Company's Policy on Nomination, Remuneration and Board Diversity available on the Company's website and can be accessed by clicking here
Remuneration last drawn	₹ 30,00,000 p.a. in his capacity as a Non-executive Director of the Company.
No. of Board Meetings attended during the year	6 out of 6 (i.e. 100% attendance)
Shareholding in Bharti Hexacom Limited	Nil
Shareholding in Bharti Hexacom Limited as beneficial owner	Nil
Relationship with other Directors, Managers and Other Key Managerial Personnel	None
Directorships held in other Indian Companies	1. Pidilite Industries Limited 2. Axis Securities Limited 3. Carnegie Endowment for International Peace of India
Membership/ Chairmanship of Committees in Indian Companies	**Axis Securities Limited** • Audit Committee - Member • Nomination and Remuneration Committee - Member • Risk Management Committee - Member • Corporate Social Responsibility Committee - Member **Pidilite Industries Limited** • Stakeholders Relationship Committee - Chairman • Nomination and Remuneration Committee - Member • Corporate Social Responsibility Committee - Member
Equity listed entities from which the person has resigned as Director in past three years	Indus Towers Limited

click here to view JS Deepak's detailed profile on Company's website.

KEY INFORMATION AT A GLANCE

Sr. No.	Particulars	Details
1.	Day, Date and Time of AGM	Tuesday, August 11, 2026 at 11:30 A.M. (IST)
2.	Mode	Video Conferencing
3.	Final Dividend Record Date	Friday, July 31, 2026
4.	Final Dividend Payment Date	Within 30 days of declaration of dividend
5.	Speaker registration period	Monday, August 03, 2026 to Friday, August 07, 2026
6.	Cut-off date for reckoning the voting rights and entitlement to attend the AGM	Tuesday, August 04, 2026
7.	Website for participation and E-voting	https://emeetings.kfintech.com/
Remote E-voting Period:		
8.	Start Date and Time	9.00 a.m. (IST) on Friday, August 07, 2026
9.	End Date and Time	5.00 p.m. (IST) on Monday, August 10, 2026
10.	Helpdesk details for technical issues related to login	**NSDL** Email: evoting@nsdl.com Toll free no. - 1800 1020 990 and 1800 22 44 30 **CDSL** Email: helpdesk.evoting@cdslindia.com Toll Free no. - Contact no. - 022-23058738 or 022-23058542/43
11.	Name, address and contact details of Registrar and Share Transfer Agent and e-voting service provider	**Contact Person:** Ramesh S R Deputy Vice President **Address:** **KFin Technologies Limited** (Unit: Bharti Hexacom Limited) Selenium Building, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, India Tel.: 040-67162222 | Toll free no. - 1800-309-4001 Email: evoting@kfintech.com | Website: www.kfintech.com
12.	Company Contact Details	**Contact Person:** Amit Chaturvedi Company Secretary and Compliance Officer **Registered Office:** Airtel Centre, Plot No. 16 Udyog Vihar, Phase IV, Gurugram - 122015, India Email: bhartihexacom@bharti.in

PROCEDURE FOR E-VOTING

Step 1: Navigate to your Depository

CDSL

NSDL

If CDSL:
www.cdslindia.com

Click 'Login' Icon

Select 'New myeasi Tab

If NSDL:
www.eservices.nsdl.com

Click 'Login' Icon

Step 2: Authenticate Based on Your Status

CDSL Registered: Log in with existing User ID and password.

Log in

Password

CDSL Unregistered: Click 'Registration Option' → Register yourself → Log in.

XXX

Password

Log in

NSDL Registered: Select 'IDeAS Tab-Beneficial Owner' → 'Shareholders/ Beneficial Owner' → Enter log in details.

NSDL Unregistered: Select 'Register Online for IDeAS' → 'Log In' → Authenticate using your 16-digit demat.

16-1234-112-11

Step 3: Cast Your Vote

Look for 'Bharti Hexacom' (under 'Access to e-voting' for NSDL)

Select and Cast your Vote