

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
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FORM No. MGT - 13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of Companies (Management and Administration) Rules, 2014]

To

The Chairman

Bharti Airtel Limited

New Delhi

For 19th Annual General Meeting of the Equity Shareholders of the Company, held on Monday, 1st September, 2014 at 3:30 P.M. at Air Force Auditorium, Subroto Park, New Delhi - 110010

Dear Sir,

I, Sanjay Grover, Proprietor of Sanjay Grover & Associates, Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi 110024, was appointed as the Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 19th Annual General Meeting of the equity shareholders of Bharti Airtel Limited ("the Company") held on 1st September, 2014 at 3:30 P.M.



I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, a ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
2. The Locked Ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company.
3. The Poll Papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.
4. The results of the Poll is as under:

a) **Resolution No. 1**

Receive, consider and adoption of standalone and consolidated financial statements of the company for the financial year ended March 31, 2014.

(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
166	4,51,80,451	99.9999



(ii) Voted **in against of** the resolution :

Number of Members	Number of Votes	% of Votes against
1	50	0.0001

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789

(b) **Resolution No. 2**Declaration of Dividend on equity shares (ORDINARY RESOLUTION):(i) Voted **in favour of** the resolution :

Number of Members	Number of Votes	% of Votes in favour
166	4,34,68,140	96.21

(ii) Voted **in against of** the resolution :

Number of Members	Number of Votes	% of Votes against
1	17,12,361	3.79



(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789

(c) **Resolution No. 3**

Reappointment of Ms. Chua Sock Koong (DIN 00047851) as a Director liable to retire by rotation (ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
160	4,16,64,225	92.2173

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
07	35,16,276	7.7827

(iii) **Invalid Votes**

Number of Members	Number of Votes
12	2,789



(d) **Resolution No. 4**

Reappointment of Mr. Rajan Bharti Mittal (DIN 00028016) as a Director liable to retire by rotation.(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
166	4,51,02,404	99.8271

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
1	78,097	0.1729

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789



(e) Resolution No. 5

Appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, Gurgaon, as the Statutory Auditors of the Company.(ORDINARY RESOLUTION):

(i) Voted in favour of the resolution :

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) Voted in against of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789



(f) Resolution No. 6

Appointment of Sheikh Faisal Thani Al-Thani (DIN 06675785) as a Director liable to retire by rotation.(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
160	3,99,51,914	88.4273

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
7	52,28,587	11.5727

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789



(g) Resolution No. 7

Appointment of Mr. Bernardus Johannes Maria Verwaayen (DIN 06735687) as an Independent Director.(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789



h) **Resolution No. 8**

Appointment of Mr. Vegulaparanan Kasi Viswanathan (DIN 01782934) as an Independent Director.(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) Invalid Votes

Number of Members	Number of Votes
12	2,789



i) Resolution No. 9

Appointment of Mr. Dinesh Kumar Mittal (DIN 00040000) as an Independent Director.(ORDINARY RESOLUTION):

(i) Voted **in favour of** the resolution :

Number of Members	Number of Votes	% of Votes in favour
162	4,17,42,372	92.3902

(ii) Voted **in against of** the resolution :

Number of Members	Number of Votes	% of Votes against
5	34,38,129	7.6098

(iii) Invalid Votes:

Number of Members	Number of Votes
12	2789



j) **Resolution No. 10**

Appointment of Mr. Manish Santoshkumar Kejriwal (DIN 00040055) as an Independent Director.(ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Member	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) Invalid Votes:

Number of Members	Number of Votes
12	2789



k) **Resolution No. 11**

Appointment of Ms. Obiageli Katryn Ezekwesili (DIN 06385532) as an Independent Director.(ORDINARY RESOLUTION):

(i) **Voted in favour of the resolution :**

Number of Members	Number of Votes	% of Votes in favour
162	4,17,42,372	92.3902

(ii) **Voted in against of the resolution :**

Number of Members	Number of Votes	% of Votes against
5	34,38,129	7.6098

(iii) **Invalid Votes:**

Number of Members	Number of Votes
12	2,789



1) **Resolution No. 12**

Appointment of Mr. Craig Edward Ehrlich (DIN 02612082) as an Independent Director. (ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution :

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) Voted **in against** of the resolution :

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) Invalid Votes:

Number of Members	Number of Votes
12	2,789



m) **Resolution No. 13**

Appointment of Mr. Ajay Lal (DIN 00030388) as an Independent Director.

(ORDINARY RESOLUTION):

(i) **Voted in favour of the resolution :**

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) **Voted in against of the resolution :**

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) **Invalid Votes:**

Number of Members	Number of Votes
12	2,789



n) **Resolution No. 14**

Ratification of remuneration to be paid to M/s. R.J. Goel & Co. , Cost Accountants, Cost Auditor of the Company.(ORDINARY RESOLUTION):

(i) **Voted in favour of the resolution :**

Number of Members	Number of Votes	% of Votes in favour
167	4,51,80,501	100

(ii) **Voted in against of the resolution :**

Number of Members	Number of Votes	% of Votes against
0	0	0

(iii) **Invalid Votes:**

Number of Members	Number of Votes
12	2,789



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.



6. The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
7. The combined result of the votes (electronic and physical) is annexed as **Annexure-1** with this report.
8. All of the above mentioned resolutions have passed with requisite majority.

Thank you,

Yours faithfully,

 <p>Place: New Delhi Date: September 01, 2014</p>	<p>For SANJAY GROVER & ASSOCIATES</p>  <p>Sanjay Grover Scrutinizer C P No 3850</p>
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BHARTI AIRTEL LIMITED

CIN:L74899DL1995PLC070609

Date of AGM : MONDAY, 1st SEPTEMBER, 2014

Total Number of Shareholders as on cut off Date(i.e. 18th July,2014):

259,384

No. of Members present in the meeting either personally or through Proxy*

(*Based on shareholders registering Attendance)

Promoter and Promoter Group:

6

Public Shareholders

4,159

E Voting Facility for Members[26/08/2014 to 28/08/2014]

Promoter and Promoter Group

5

Public Shareholders

747(including Institutional Shareholders)

Details of Agenda





Resolution 1: Receive, Consider and adoption of Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2014

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	667,376,540 34,047,921	66.8641 3.4112	667,376,540 34,047,921	-	100.00 100.00	0 0
		Sub-total	701,424,461	70.2753	701,424,461	-	100.00	0
Public-Others	386,072,079	e-voting Poll	205,834,421 2,639,580	53.3150 0.6837	205,833,786 2,639,530	635 50	100.00 100.00	0.0003 0.0019
		Sub-total	208,474,001	53.9987	208,473,316	685	100.00	0.0003
Total A	3,997,400,102		3,523,117,208	88.1352	3,523,116,523	685	100.00	0.0000

Resolution 2: Declaration of Dividend on equity shares

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	671,434,147 32,335,560	-	100.00 94.97	0 5.0293
		Sub-total	705,482,068	70.6818	703,769,707	1,712,361	99.76	0.2427
Public-Others	386,072,079	e-voting Poll	205,834,521 2,639,580	53.3150 0.6837	205,834,338 2,639,580	183 -	100.00 100.00	0.0001 0
		Sub-total	208,474,101	53.9988	208,473,918	183	100.00	0.00
Total A	3,997,400,102		3,527,174,915	88.2367	3,525,462,371	1,712,544	99.95	0.05



Resolution 3: Re-appointment of Ms. Chua Sock Koong (DIN 00047851) as a Director liable to retire by rotation

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
	(1)		(2)		(4)	(5)		
Promoters and Promoter Group	2,613,218,746	e-voting	2,604,725,746	99.67	2,604,725,746	-	100.00	0
		Poll	8,493,000	0.3250	8,493,000	-	100.00	0
		Sub-total	2,613,218,746	100.00	2,613,218,746			100.00
Public-Institutional	998,109,277	e-voting	671,434,147	67.2706	634,297,130	37,137,017	94.4690	5.5310
		Poll	34,047,921	3.4112	30,531,695	3,516,226	89.6727	10.3273
		Sub-total	705,482,068	70.6818	664,828,825	40,653,243	57.625	94.2375
Public-Others	386,072,079	e-voting	205,833,766	53.3149	205,821,278	12,488	99.9939	0.0061
		Poll	2,639,580	0.6837	2,639,530	50	100.00	0.0019
		Sub-total	208,473,346	53.9986	208,460,808	12,538	99.9940	0.0060
Total	3,997,400,102		3,527,174,160	88.2367	3,486,508,379	40,665,781	98.8471	1.1529

Resolution 4: Re-appointment of Mr. Rajan Bharti Mittal (DIN 00028016) as Director liable to retire by rotation

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares (3)=(2)/(1)*100	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled (6)=(4)/(2)*100	% of votes in against over Votes Polled (7)=(5)/(2)*100
	(1)		(2)		(4)	(5)		
Promoters and Promoter Group	2,613,218,746	e-voting	2,604,725,746	99.67	2,604,725,746	-	100.00	0
		Poll	8,493,000	0.3250	8,493,000	-	100.00	0
		Sub-total	2,613,218,746	100.00	2,613,218,746			100.00
Public-Institutional	998,109,277	e-voting	671,434,147	67.2706	658,029,300	13,404,847	98.00	2.0
		Poll	34,047,921	3.4112	33,969,824	78,097	99.77	0.2294
		Sub-total	705,482,068	70.6818	691,999,124	13,482,944	4.075	98.09
Public-Others	386,072,079	e-voting	205,834,292	53.3150	205,830,217	4,075	99.9980	0.0020
		Poll	2,639,580	0.6837	2,639,580	-	100.00	0
		Sub-total	208,473,872	53.9987	208,469,797	4,075	99.9980	0.0020
Total	3,997,400,102		3,527,174,686	88.2367	3,513,687,667	13,487,019	99.62	0.38



Resolution 5: Appointment of M/s. S. R.Batilbol & Associates LLP, Chartered Accountants, Gurgaon, as the Statutory Auditors of the Company
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll Sub-total	2,604,725,746 8,493,000 2,613,218,746	99.67 0.3250 100.00	2,604,725,746 8,493,000 2,613,218,746	- - -	100.00 100.00 100.00	0 0 0
Public-Institutional	998,109,277	e-voting Poll Sub-total	667,905,910 34,047,921 701,953,831	66.9171 3.4112 70.3284	658,173,713 34,047,921 692,221,634	9,732,197 - 9,732,197	98.5429 100.00 98.6136	1.4571 0 1.3864
Public-Others	386,072,079	e-voting Poll Sub-total	205,834,212 2,639,580 208,473,792	53.3150 0.6837 53.9987	205,830,633 2,639,580 208,470,213	3,579 - 3,579	99.9983 100.00 100.00	0.0017 0 0
Total	3,997,400,102		3,523,646,369	88.1485	3,513,910,593	9,735,776	99.7237	0.2763

Resolution 6: Appointment of Sheikh Faisal Thani Al-Thani (DIN 06675785) as Director liable to retire by rotation
Ordinary Resolution

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll Sub-total	2,604,725,746 8,493,000 2,613,218,746	99.6750 0.3250 100.0000	2,604,725,746 8,493,000 2,613,218,746	- - -	100.00 100.00 100.00	0 0 0
Public-Institutional	998,109,277	e-voting Poll Sub-total	671,434,147 34,047,921 705,482,068	67.2706 3.4112 70.6818	650,678,058 28,819,334 679,497,392	20,756,089 5,228,587 25,984,676	96.91 84.64 96.32	3.0913 15.3566 3.6833
Public-Others	386,072,079	e-voting Poll Sub-total	205,833,530 2,639,580 208,473,110	53.3148 0.6837 53.9985	205,819,584 2,639,580 208,459,164	13,946 - 13,946	99.9932 100.00 99.9933	0.0068 0 0.0067
Total	3,997,400,102		3,527,173,924	88.2367	3,501,175,302	25,998,622	99.26	0.74



Resolution 7: Appointment of Mr. Bernardus Johannes Maria Verwaayen (DIN 06735687) as an Independent Director

Category	No. of Shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting	2,604,725,746	99.67	2,604,725,746	-	100.00	0
		Poll	8,493,000	0.33	8,493,000	-	100.00	0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting	671,434,147	67.2706	670,680,603	753,544	99.89	0.1122
		Poll	34,047,921	3.4112	34,047,921	-	100.00	0
		Sub-total	705,482,068	70.6818	704,728,524	753,544	99.89	0.1068
Public-Others	386,072,079	e-voting	205,833,817	53.3149	205,821,901	11,916	99.9942	0.0058
		Poll	2,639,580	0.6837	2,639,580	-	100.00	0
		Sub-total	208,473,397	53.9986	208,461,481	11,916	99.9943	0.0057
Total	3,997,400,102		3,527,174,211	88.2367	3,526,408,751	765,460	99.98	0.02

Resolution 8: Appointment of Mr. Vegulaparan Kasi Viswanathan (DIN 01782934) as an Independent Director

Category	No. of Shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting	2,604,725,746	99.67	2,604,725,746	-	100.00	0
		Poll	8,493,000	0.33	8,493,000	-	100.00	0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting	671,434,147	67.2706	671,434,147	-	100.00	0
		Poll	34,047,921	3.4112	34,047,921	-	100.00	0
		Sub-total	705,482,068	70.6818	705,482,068	-	100.00	0
Public-Others	386,072,079	e-voting	205,833,788	53.3149	205,830,771	3,017	100.00	0.0015
		Poll	2,639,580	0.6837	2,639,580	-	100.00	0
		Sub-total	208,473,368	53.9986	208,470,351	3,017	99.9986	0.0014
Total	3,997,400,102		3,527,174,182	88.2367	3,527,171,165	3,017	99.9999	0.0001



Resolution 9: Appointment of Mr. Dinesh Kumar Mittal (DIN 000400000) as an Independent Director

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	666,883,654 30,609,792	4,550,493 3,438,129	99.32 89.90	0.68 10.10
		Sub-total	705,482,068	70.6818	697,493,446	7,988,622	98.87	1.13
Public-Others	386,072,079	e-voting Poll	205,833,807 2,639,580	53.3149 0.6837	205,829,687 2,639,580	4,120 -	99.9980 100.00	0.0020 0
		Sub-total	208,473,387	53.9986	208,469,267	4,120	99.9980	0.0020
Total	3,997,400,102		3,527,174,201	88.2367	3,519,181,459	7,992,742	99.77	0.23

Resolution 10: Appointment of Mr. Manish Santoshkumar Kejriwal (DIN 000400551) as an Independent Director

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in Favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	666,540,603 34,047,921	1,893,544 -	99.7180 100.00	0.2820 0
		Sub-total	705,482,068	70.6818	703,588,524	1,893,544	99.7316	0.2684
Public-Others	386,072,079	e-voting Poll	205,833,765 2,639,580	53.3149 0.6837	205,830,472 2,639,580	3,293 -	99.9984 100.00	0.0016 0
		Sub-total	208,473,345	53.9986	208,470,052	3,293	99.9984	0.0016
Total	3,997,400,102		3,527,174,159	88.2367	3,525,277,322	1,896,837	99.9462	0.0538

Resolution 11: Appointment of Ms. Obiageli Katryn Ezekwesili (DIN 06385532) as an Independent Director.

Ordinary Resolution								
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	645,069,933 30,609,792	26,364,214 3,438,129	96.07 89.90	3.93 10.10
		Sub-total	705,482,068	70.6818	675,679,725	29,802,343	95.78	4.22
Public-Others	386,072,079	e-voting Poll	205,833,229 2,639,580	53.3147 0.6837	205,822,066 2,639,580	11,163	99.99 100.00	0.01 0
		Sub-total	208,472,809	53.9984	208,461,646	11,163	99.99	0.01
Total	3,997,400,102		3,527,173,623	88.2367	3,497,360,117	29,813,506	99.15	0.85

Resolution 12: Appointment of Mr. Craig Edward Ehrlich (DIN 02612082) as an Independent Director

Ordinary Resolution								
Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	669,540,603 34,047,921	1,893,544	99.72 100.00	0.2820 0
		Sub-total	705,482,068	70.6818	703,588,524	1,893,544	99.73	0.2684
Public-Others	386,072,079	e-voting Poll	205,833,283 2,639,580	53.3147 0.6837	205,821,617 2,639,580	11,666	99.9943 100.00	0.0057 0
		Sub-total	208,472,863	53.9984	208,461,197	11,666	99.9944	0.0056
Total	3,997,400,102		3,527,173,677	88.2367	3,525,268,467	1,905,210	99.95	0.05





Resolution 13: Appointment of Mr. Ajay Lal (DIN 00030388) as an Independent Director

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	670,680,603 34,047,921	753,544	99.8878 100.00	0.1122 0
		Sub-total	705,482,068	70.6818	704,728,524	753,544	100.00	0.1068
Public-Others	386,072,079	e-voting Poll	205,833,458 2,639,580	53.3148 0.6837	205,821,485 2,639,580	11,973	99.9942 100.00	0.0058 0
		Sub-total	208,473,038	53.9985	208,461,065	11,973	99.9943	0.0057
Total	3,997,400,102		3,527,173,852	88.2367	3,526,408,335	765,517	99.9783	0.0217

Resolution 14 : Ratification of remuneration to be paid to M/s. R.J. Goel & Co., Cost Accountants, Cost Auditor of the Company

Category	No. of shares Held	Mode of Voting	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes in Against	% of votes in favour over Votes Polled	% of votes in against over Votes Polled
	(1)		(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	2,613,218,746	e-voting Poll	2,604,725,746 8,493,000	99.67 0.33	2,604,725,746 8,493,000	-	100.00 100.00	0 0
		Sub-total	2,613,218,746	100.00	2,613,218,746	-	100.00	0
Public-Institutional	998,109,277	e-voting Poll	671,434,147 34,047,921	67.2706 3.4112	671,434,147 34,047,921	-	100.0000 100.0000	0 0
		Sub-total	705,482,068	70.6818	705,482,068	-	100.0000	0
Public-Others	386,072,079	e-voting Poll	205,833,892 2,639,580	53.3149 0.6837	205,829,839 2,639,580	4,053	99.9980 100.00	0.0020 0
		Sub-total	208,473,472	53.9986	208,469,419	4,053	99.9981	0.0019
Total	3,997,400,102		3,527,174,286	88.2367	3,527,170,233	4,053	99.9999	0.0001

Note: - Total issued Share Capital includes 21 Shares which are lying in the Bharti Airtel Limited-Unclaimed Suspense A/c of which voting rights are frozen till the rightful owners claim these shares pursuant to clause 5A(ii)(d) of the listing agreement.

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : sanjaygrover7@gmail.com

Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]**

To

The Chairman

19th Annual General Meeting of the Members

of Bharti Airtel Limited, to be held on 1st day of September, 2014 at 3.30 P.M.

at Air Force Auditorium, Subroto Park, New Delhi – 110010

Dear Sir,

I, Sanjay Grover, Proprietor of Sanjay Grover & Associates, practicing Company Secretaries having its office at B-88, First Floor, Defence Colony, New Delhi 110024, was appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process under the provisions section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 19th Annual General Meeting of the Members of Bharti Airtel Limited, to be held on 1st day of September, 2014 at 3.30 p.m at Air Force Auditorium, Subroto Park, New Delhi – 110010. I submit my report as under:

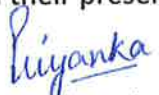
1. The e-voting period remained open from 26th August 2014 (8.00 am) to 28th August, 2014 (10.00 pm).
2. The Shareholders of the Company as on the "cut off" date i.e. 18th July, 2014 were entitled for e-voting on the proposed resolutions (item no 1 to 14) as set out in the notice of the 19th AGM of the Company dated 29th April, 2014.
3. The votes were unblocked on 29th August, 2014 at 10:00 a.m. in the presence of two witnesses, Mr. Gaurav Gurnani, R/o Flat No. 18 B, Pocket B, SFS Flats, Mayur Vihar Phase



III, Delhi – 110096 and Ms. Priyanka Bahal, R/o A-377, Defence Colony, New Delhi-110024 who are not in the employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.


Gaurav Gurnani


Priyanka Bahal

4. The total paid up Equity Share Capital of the Company as on 18th July, 2014 was Rs. **19,987,000,510/-** (Rupees One Thousand Nine Hundred Ninety Eight Crores Seventy Lacs Five Hundred Ten) divided into **3,99,74,00,102** (Three Hundred Ninety Nine Crore Seventy Four Lakh One Hundred Two Only) shares of **Rs. 5/-** (Rupees Five each) out of which 21 Shares are lying in the Bharti Airtel Limited-Unclaimed Suspense A/c of which voting rights shall remain frozen till the rightful owners of such shares claim the shares. These shares have not been considered for computing the voting results of E voting.
5. Thereafter, the details containing ,inter-alia list of equity shareholders who voted 'FOR' and 'AGAINST', were downloaded from e-voting enabling website of KARVY (www.evoting.karvy.com) which is annexed herewith as **ANNEXURE-A-1**
6. **The Result of E voting exercised by the Shareholders is as under:**

- (a) **Resolution No. 1- To Receive, consider and adopt the Standalone and consolidated Financial Statements of the Company for the Financial Year ended March 31, 2014.**

- i. Voted in favour of the resolution:

Number of Voters	Number of Votes in favour	% of Votes in favour
716	3,477,936,072	99.9999

- ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes against
11	635	0.0001

- iii. **Abstained Votes:**

Number of Voters	Number of Votes
25	2,801,163



(b) Resolution No. 2- Declaration of Dividend on Equity Shares.

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
742	3,481,994,231	99.9999

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
5	183	0.0001

iii. Abstained Votes:

Number of Voters	Number of Votes
3	125

(c) Resolution No. 3- Reappointment of Ms. Chua Sock Koong (DIN 00047851) as a Director liable to retire by rotation.

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
646	3,444,844,154	98.93

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
90	37,149,505	1.07

iii. Abstained Votes:

Number of Voters	Number of Votes
13	814



(d) Resolution No. 4- Reappointment of Mr. Rajan Bharti Mittal (DIN 00028016) as a Director liable to retire by rotation.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
694	3,468,585,263	99.61

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
49	13,408,922	0.39

iii. Abstained Votes:

Number of Voters	Number of Votes
7	205

(e) Resolution No. 5- Appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, Gurgaon, as the Statutory Auditors of the Company.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
696	3,468,730,092	99.72

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
38	9,735,776	0.28

iii. Abstained Votes:

Number of Voters	Number of Votes
18	3,528,707



(f) Resolution No. 6- Appointment of Sheikh Faisal Thani Al-Thani (DIN 06675785) a Director liable to retire by rotation.

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
666	3,461,223,388	99.40

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
70	20,770,035	0.60

iii. Abstained Votes:

Number of Voters	Number of Votes
15	1,068

(g) Resolution No. 7- Appointment of Mr. Bernardus Johannes Maria (DIN 06735687) as an Independent Director.

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
710	3,481,228,250	99.98

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
27	765,460	0.02

iii. Abstained Votes:

Number of Voters	Number of Votes
13	815



(h) Resolution No. 8- Appointment of Mr. Vegulaparanan Kasi Viswanathan (DIN 01782934) as an Independent Director.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
715	3,481,990,664	99.9999

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
22	3,017	0.0001

iii. Abstained Votes:

Number of Voters	Number of Votes
15	862

(i) Resolution No. 9- Appointment of Mr. Dinesh Kumar Mittal (DIN 00040000) as an Independent Director.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
691	3,477,439,087	99.87

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
48	4,554,613	0.13

iii. Abstained Votes:

Number of Voters	Number of Votes
12	875



(j) Resolution No. 10- Appointment of Mr. Manish Santoshkumar Kejriwal (DIN 00040055) as an Independent Director.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
706	3,480,096,821	99.94

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
31	1,896,837	0.06

iii. Abstained Votes:

Number of Voters	Number of Votes
14	915

(k) Resolution No. 11- Appointment of Ms. Obiageli Ezekwesili (DIN 06385532) as an Independent Director.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
662	3,455,617,745	99.24

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
73	26,375,377	0.76

iii. Abstained Votes:

Number of Voters	Number of Votes
17	1,450



(l) Resolution No. 12- Appointment of Mr. Craig Edward Ehrlich (DIN 02612082) as an Independent Director

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
702	3,480,087,966	99.94

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
32	1,905,210	0.06

iii. Abstained Votes:

Number of Voters	Number of Votes
17	1,371

(m) Resolution No. 13- Appointment of Mr. Ajay Lal (DIN 00030388) as an Independent Director

i. Voted in favour of the resolution:

Number of voters	Number of Votes in favour	% of Votes in favour
706	3,481,227,834	99.98

ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
31	765,517	0.02

iii. Abstained Votes:

Number of Voters	Number of Votes
14	1,125



(n) Resolution No. 14- Ratification of remuneration to be paid to M/s. R.J. Goel & Co. , Cost Accountants, Cost Auditors of the Company.**i. Voted in favour of the resolution:**

Number of voters	Number of Votes in favour	% of Votes in favour
701	3,481,989,732	99.9999


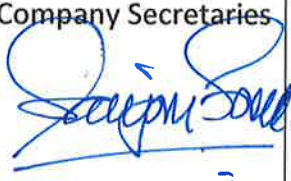
ii. Voted against the resolution:

Number of voters	Number of Votes in against	% of Votes in against
33	4,053	0.0001

iii. Abstained Votes:

Number of Voters	Number of Votes
16	789

7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

 <p>Place: New Delhi Date: August 29, 2014</p>	<p>For SANJAY GROVER & ASSOCIATES Company Secretaries</p>  <p>Sanjay Grover Scrutiniser CP No 3850</p>
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