



February 09, 2021

**National Stock Exchange of India Limited**  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E),  
Mumbai-400051

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001

**Ref.: Bharti Airtel Limited (532454/ BHARTIARTL)**

**Sub.: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Ma'am,

In furtherance to our intimation dated January 09, 2021 w.r.t. notice of postal ballot and e-voting conducted by the Company, please find enclosed the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, as amended as **Annexure -1**; and
- Report of Scrutinizer dated February 09, 2021, pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as **Annexure - 2**.

The Voting Results along-with the Scrutinizer's Report is available on the website of the Company at [www.airtel.com](http://www.airtel.com) and is also being made available on the website of KFinTech Technologies Private Limited, Registrar and Share Transfer Agent at <https://evoting.kfintech.com>.

We request you to take the same on record.

Thanking you,  
Sincerely Yours

For Bharti Airtel Limited

**Rohit Krishan Puri**  
**Dy. Company Secretary & Compliance Officer**



*Encl: As above*

**Bharti Airtel Limited**  
(a Bharti Enterprise)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070  
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: [compliance.officer@bharti.in](mailto:compliance.officer@bharti.in), [www.airtel.com](http://www.airtel.com)  
CIN: L74899DL1995PLC070609

BHARTI AIRTEL LIMITED								
Voting Results of Postal Ballot (E-voting)								
E-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:								
Date							February 09, 2021	
Total number of shareholders on record date i.e. January 01, 2021							613,350	
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:							N.A	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:							N.A	
1. <u>Special Resolution</u> : Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana.								
Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
NO	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	0	100.0000	0.0000
	Postal Ballot (Not Applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,067,581,205	100.0000	3,067,581,205	0	100.0000	0.0000
Public-Institutions	E-voting	2,155,360,116	1,883,868,051	87.4039	1,883,868,051	0	100.0000	0.0000
	Postal Ballot (Not Applicable)		0	0	0	0	0.0000	0.0000
	Total		1,883,868,051	87.4039	1,883,868,051	0	100.0000	0.0000
Public-Non Institutions	E-voting	232,616,034	91,706,294	39.4239	91,653,722	52,572	99.9427	0.0573
	Postal Ballot (Not Applicable)		0	0	0	0	0.0000	0.0000
	Total		91,706,294	39.4239	91,653,722	52,572	99.9427	0.0573
Total		5,455,557,355	5,043,155,550	92.4407	5,043,102,978	52,572	99.9990	0.0010

Bharti Airtel Limited

(a Bharti Enterprise)

Regd. &amp; Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070

T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, [www.airtel.com](http://www.airtel.com)

CIN: L74899DL1995PLC070609



# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>st</sup> Floor, Defence Colony, New Delhi - 110 024  
Tel. : (011) 4679 0000, Fax : (011) 4679 0012  
e-mail : contact@cssanjaygrover.in  
website : www.cssanjaygrover.in

### Scrutinizer's Report

To,

The Chairman

**BHARTI AIRTEL LIMITED**

(CIN: L74899DL1995PLC070609)

Bharti Crescent 1, Nelson Mandela Road,

Vasant Kunj, Phase-II, New Delhi - 110070

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries firm, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as "Scrutinizer" by the Board of Directors of **BHARTI AIRTEL LIMITED** ('the Company') on January 07, 2021 for the purpose of scrutinizing the e-voting/ postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020 & 39/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 22, 2020, September 28, 2020 and December 31, 2020 respectively ('MCA circulars'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Postal Ballot Notice dated January 07, 2021:




S.No.	Type of Resolution	Particulars
1.	Special Resolution	Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana

I submit my report as under:

1. The Company has sent Postal Ballot Notice dated January 07, 2021 ("Notice") **by email only** to all the members of the Company, whose names appeared on the Register of members/ List of beneficial owners as received from KFin Technologies Private Limited ("KFintech") who have registered their email addresses with the Company and/or with the Depositories as on Friday, January 01, 2021 ("cut-off date").
2. In accordance with the MCA Circulars, no physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope has been sent. Therefore, the voting through Postal Ballot Form was "**Not Applicable**".
3. The Company has published an advertisement on January 10, 2021, in "Financial Express" (all editions) and "Janasatta" (Delhi edition) newspapers regarding service of notice through e-mail to eligible members.
4. The members of the Company holding shares as on cut- off date were entitled to vote on the resolution as contained in the Notice and have voted through e-voting facility only as per the MCA circulars. Members have cast their votes on the designated platform viz., <https://evoting.kfintech.com>.
5. The e-voting process was monitored through the scrutinizer's secured link provided by KFintech on its designated website i.e. <https://evoting.kfintech.com>.



6. The remote e-voting has been unblocked on February 09, 2021, after 05:00 P.M. in the presence of two witnesses Mr. Nityam Rastogi and Mr. Gaurav Arora who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



7. The particulars of remote e-voting report generated from electronic registry of Kfintech have been entered in a separate register maintained for this purpose.
8. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA Circulars in respect of the resolution contained in the Notice. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the Notice.
9. For the purpose of this report, details of shareholding as on cut-off date has been considered. E-votes cast upto 05:00 P.M. on February 09, 2021.i.e. the last date and time fixed by the Company for postal ballot process has been considered for the purpose of this report.
10. The remote e-voting was reconciled with the Register of members of the Company as on cut- off date as provided by the Depository Participants (DP)/ Registrar and Share Transfer Agent ('RTA') of the Company. Further shareholders who have voted for number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
11. As on cut- off date, the fully paid-up share capital of the Company was Rs. 27,277,786,775/- (Rupees Two Thousand Seven Hundred and Twenty Seven Crores Seventy Seven Lakh Eighty Six Thousand Seven Hundred and Seventy Five Only) divided into 5,455,557,355 (Five Hundred Forty Five Crores Fifty Five Lakh Fifty Seven Thousand Three Hundred and Fifty Five) equity shares of face value of





Rs. 5/- (Rupees Five Only) each. The total issued share capital of the Company includes 31 (Thirty one) shares which are lying in the Bharti Airtel Limited – Unclaimed Suspense A/c, of which voting rights are frozen till rightful owners claim pursuant to Regulation 34 read with Schedule V (F)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 34,11,922 (Thirty Four Lakh Eleven Thousand Nine Hundred and Twenty Two) equity shares held by Bharti Airtel Employees' Welfare Trust ("ESOP Trust") which are treated as "Non-Promoter Non-Public Shareholding" as per Regulation 9 of Chapter II of the SEBI (Share Based Employee Benefits) Regulations, 2014, of which voting rights are not exercised and 1,36,916 (One Lakh Thirty Six Thousand Nine Hundred and Sixteen) equity shares transferred to and held by Investor Education and Protection Fund (IEPF) on which voting rights are frozen pursuant to Section 125 and Section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

12. The result of the remote e-voting in respect of the resolution contained in the Notice is as under:

**Shifting of Registered Office of the Company from the National Capital Territory (NCT) of Delhi to the State of Haryana**

	Special Resolution			
Particulars	Number of Valid Votes			Percentage
	E-Votes	Postal Ballot	Total	
Assent	5,04,31,02,978	Not Applicable	5,04,31,02,978	99.9990
Dissent	52,572		52,572	0.0010
Total	5,04,31,55,550		5,04,31,55,550	100

The detailed break up of voting through Remote e-voting in respect of the above resolution is attached to this report and marked as '**Annexure A**'.



**SANJAY GROVER & ASSOCIATES**

13. Based on the aforesaid results, the resolution as mentioned above shall be deemed to have been passed on February 09, 2021, being the last date of remote e-voting for the members of the Company.
14. The Register, all other papers and other relevant records relating to postal ballot process shall remain in our safe custody till the Chairman considers, approves, and signs the minutes and thereafter, the same would be handed over to the Company.
15. You may accordingly declare the result of the e-voting under Postal Ballot process.

Thanking You,

**FOR SANJAY GROVER & ASSOCIATES  
COMPANY SECRETARIES**

*Devesh Kumar Vasisht*

**Devesh Kumar Vasisht**

Scrutinizer

C.P. No.:13700

UDIN: F008488B002708834

Date: February 09, 2021

Place: New Delhi



**COUNTERSIGNED BY**

*Rohit Krishan Puri*

**Rohit Krishan Puri**

*(Authorised Signatory)*

**Annexure - A**

A detailed summary of the voting through e-voting is given herein below:

**A1. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	2832*	5,04,31,55,550	25,21,57,77,750
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	2832	5,04,31,55,550	25,21,57,77,750
d) Votes with assent for the resolution	2602**	5,04,31,02,978	25,21,55,14,890
e) Votes with dissent for the resolution	239**	52,572	2,62,860

\*There were 34 (Thirty Four) shareholders holding 21,08,797 (Twenty One Lakh Eight Thousand Seven Hundred and Ninety Seven) equity shares who abstained from voting on the resolution.

\*\*There were 9 (Nine) shareholders voted partially in favour of the resolution and partially against the resolution.

**A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM: Not Applicable**