

August 18, 2020

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

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

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

**Sub: Intimation under Regulation 30 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) – 25<sup>th</sup> Annual General Meeting**

Dear Sir/ Madam,

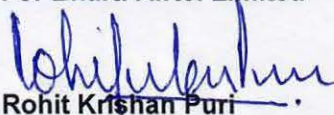
Pursuant to Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we submit the following w.r.t. 25<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, August 18, 2020 at 03:30 P.M. (IST) through Video conferencing / Other Audio Visual Means:

1. Proceedings of the AGM as **Annexure A**.
2. Voting results of the AGM as per Regulation 44 of Listing Regulations as **Annexure B**.
3. Consolidated Scrutinizer's Report Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs and Circular dated May 12, 2020 issued by the Securities and Exchange Board of India, enclosed as **Annexure C**.
4. A final dividend of Rs. 2/- per equity share of Rs. 5/- each fully paid, for the financial year 2019-20, as recommended by the Board, has been approved and declared.
5. Mr. Gopal Vittal has been re-appointed as a director of the Company liable to retire by rotation. Mr. Gopal Vittal is not related to any of the director of the Company.
6. Mr. Shishir Priyadarshi has been re-appointed as an Independent director of the Company for second term of five (5) years upto February 03, 2025. Mr. Shishir Priyadarshi is not related to any of the director of the Company. His brief profile is enclosed as **Annexure D**.
7. Remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants, Cost Auditors of the Company for the FY 2020-21, has been ratified and approved.

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, [www.airtel.com](http://www.airtel.com)  
CIN: L74899DL1995PLC070609

### PROCEEDINGS OF THE 25<sup>th</sup> ANNUAL GENERAL MEETING

The 25<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of Bharti Airtel Limited (the 'Company') was held on Tuesday, August 18, 2020 at IST 03:30 P.M. through Video Conferencing/ Other Audio Visual Means.

#### Directors present through video conference:

1. Sunil Bharti Mittal, Chairman
2. Chua Sock Koong, Non-executive Director
3. Dinesh Kumar Mittal, Independent Director and Chairman of the HR & Nomination Committee and Risk Management Committee
4. Gopal Vittal, Managing Director & CEO (India & South Asia)
5. Manish Kejriwal, Independent Director
6. Rakesh Bharti Mittal, Non-executive Director and Chairman of Stakeholders' Relationship Committee and Corporate Social Responsibility Committee
7. Tan Yong Choo, Non-executive Director
8. V.K. Viswanathan, Independent Director and Chairman of Audit Committee

#### Company Secretary:

Pankaj Tewari, Company Secretary

#### In attendance:

Badal Bagri, Chief Financial Officer (India & South Asia)

Nakul Sehgal, Corporate CFO and Chief Risk Officer

Nilesh Lahoti and Vijay Agarwal of Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors

Dr. S. Chandrasekaran of Chandrasekaran Associates, Company Secretaries, Secretarial Auditors

Devesh Kumar Vasisht of Sanjay Grover & Associates, Company Secretaries, Scrutinizer

Kimsuka Narasimhan, Shishir Priyadarshi and Craig Edward Ehrlich, Independent Directors were not able to attend the meeting.

**Members present (including representatives):** 263 members holding 3,069,048,855 equity shares (representing 56.26% of the total equity paid-up capital of the Company)

Sunil Bharti Mittal ('Chairman'), welcomed all the members attending the AGM. The requisite quorum being present, he called the meeting to Order.

Chairman further stated that statutory registers/ records and other applicable documents were available for inspection electronically.

With the consent of the members, the Notice convening the AGM, the Boards' Report and the Auditor's Report for the financial year ended March 31, 2020, were taken as read.

The Chairman also introduced the directors and senior management officials who participated in the meeting through Video Conferencing and briefed the members about the significant developments across the Company and Industry during FY 2019-20. Thereafter, the Chairman invited Gopal Vittal, Managing Director & CEO (India & South Asia) to present the operational highlights of the Company for the previous financial year.

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

The Company Secretary further informed the members that the Company had provided the remote e-voting facility to the members (which started at IST 9.00 A.M. on Friday, August 14, 2020 and concluded at IST 5.00 P.M. on Monday, August 17, 2020) to cast their votes on all the resolutions set forth in the AGM Notice. Members who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting.

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

### Ordinary Businesses:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and of the Auditors thereon.
2. Declaration of final dividend on equity shares.
3. Re-appointment of Mr. Gopal Vittal as a Director liable to retire by rotation.

### Special Businesses:

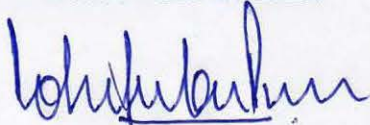
4. Re-appointment of Mr. Shishir Priyadarshi as an Independent Director.
5. Ratification of remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants, Cost Auditors of the Company for the FY 2020-21.

Devesh Kumar Vasisht of M/s. Sanjay Grover & Associates, Company Secretaries, who was appointed as the Scrutinizer, was requested to compile the results for remote e-voting as well as e-voting at the AGM and submit Consolidated Scrutinizer's Report within the stipulated time.

The Company Secretary, with the permission of Chairman, then concluded the meeting with vote of thanks to all the members for attending and participating in the meeting.

Thanking you  
Yours sincerely,

For **Bharti Airtel Limited**



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



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## ANNEXURE B

### Results of remote e-voting and e-voting at the AGM as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Bharti Airtel Limited								
Voting Results of 25th Annual General Meeting								
Results of remote e-voting and e-voting at the AGM as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:								
Date of the AGM							August 18, 2020	
Total number of shareholders on cut-off date i.e. August 11, 2020							397,811	
No. of shareholders present in the meeting either in person or through Proxy:								
Promoters and Promoters Group:							NA	
Public:							NA	
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoters Group:							11	
Public:							252	
<b>1. Ordinary Resolution:</b> To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 together with the reports of the Auditors thereon and of the Board of Directors thereon								
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	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	Remote E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	
	<b>Total</b>		<b>3,067,581,205</b>	<b>100.0000</b>	<b>3,067,581,205</b>	-	<b>100.0000</b>	-
Public-Institutions	Remote E-voting	2,143,595,873	1,712,580,997	79.8929	1,712,580,997	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	
	<b>Total</b>		<b>1,712,580,997</b>	<b>79.8929</b>	<b>1,712,580,997</b>	-	<b>100.0000</b>	-
Public-Non Institutions	Remote E-voting	244,380,277	144,322,516	59.0565	144,320,919	1,597	99.9989	0.0011
	E-voting at AGM		23,071	0.0094	22,844	227	99.0161	0.9839
	<b>Total</b>		<b>144,345,587</b>	<b>59.0660</b>	<b>144,343,763</b>	<b>1,824</b>	<b>99.9987</b>	<b>0.0013</b>
<b>Total</b>		<b>5,455,557,355</b>	<b>4,924,507,789</b>	<b>90.2659</b>	<b>4,924,505,965</b>	<b>1,824</b>	<b>100.0000</b>	<b>0.0000</b>

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**Bharti Airtel Limited**  
**Voting Results of 25th Annual General Meeting**  
**Results of remote e-voting and e-voting at the AGM as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:**

**2. Ordinary Resolution: Declaration of final dividend on equity shares**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	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	Remote E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,067,581,205</b>	<b>100.0000</b>	<b>3,067,581,205</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote E-voting	2,143,595,873	1,810,684,715	84.4695	1,796,652,897	14,031,818	99.2251	0.7749
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>1,810,684,715</b>	<b>84.4695</b>	<b>1,796,652,897</b>	<b>14,031,818</b>	<b>99.2251</b>	<b>0.7749</b>
Public-Non Institutions	Remote E-voting	244,380,277	144,322,983	59.0567	144,320,180	2,803	99.9981	0.0019
	E-voting at AGM		23,071	0.0094	22,844	227	99.0161	0.9839
	<b>Total</b>		<b>144,346,054</b>	<b>59.0662</b>	<b>144,343,024</b>	<b>3,030</b>	<b>99.9979</b>	<b>0.0021</b>
<b>Total</b>		<b>5,455,557,355</b>	<b>5,022,611,974</b>	<b>92.0641</b>	<b>5,008,577,126</b>	<b>14,034,848</b>	<b>99.7206</b>	<b>0.2794</b>

**3. Ordinary Resolution: Re-appointment of Mr. Gopal Vittal as a Director liable to retire by rotation**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	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	Remote E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,067,581,205</b>	<b>100.0000</b>	<b>3,067,581,205</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote E-voting	2,143,595,873	1,806,385,390	84.2689	1,793,091,238	13,294,152	99.2640	0.7360
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>1,806,385,390</b>	<b>84.2689</b>	<b>1,793,091,238</b>	<b>13,294,152</b>	<b>99.2640</b>	<b>0.7360</b>
Public-Non Institutions	Remote E-voting	244,380,277	144,322,318	59.0565	144,318,658	3,660	99.9975	0.0025
	E-voting at AGM		23,071	0.0094	22,828	243	98.9467	1.0533
	<b>Total</b>		<b>144,345,389</b>	<b>59.0659</b>	<b>144,341,486</b>	<b>3,903</b>	<b>99.9973</b>	<b>0.0027</b>
<b>Total</b>		<b>5,455,557,355</b>	<b>5,018,311,984</b>	<b>91.9853</b>	<b>5,005,013,929</b>	<b>13,298,055</b>	<b>99.7350</b>	<b>0.2650</b>

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<b>Bharti Airtel Limited</b>
<b>Voting Results of 25th Annual General Meeting</b>
<b>Results of remote e-voting and e-voting at the AGM as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:</b>

**4. Special Resolution: Re-appointment of Mr. Shishir Priyadarshi as an Independent Director**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	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	Remote E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,067,581,205</b>	<b>100.0000</b>	<b>3,067,581,205</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote E-voting	2,143,595,873	1,785,088,367	83.2754	1,779,062,972	6,025,395	99.6625	0.3375
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>1,785,088,367</b>	<b>83.2754</b>	<b>1,779,062,972</b>	<b>6,025,395</b>	<b>99.6625</b>	<b>0.3375</b>
Public-Non Institutions	Remote E-voting	244,380,277	144,321,890	59.0563	144,317,665	4,225	99.9971	0.0029
	E-voting at AGM		23,071	0.0094	22,808	263	98.8600	1.1400
	<b>Total</b>		<b>144,344,961</b>	<b>59.0657</b>	<b>144,340,473</b>	<b>4,488</b>	<b>99.9969</b>	<b>0.0031</b>
<b>Total</b>		<b>5,455,557,355</b>	<b>4,997,014,533</b>	<b>91.5949</b>	<b>4,990,984,650</b>	<b>6,029,883</b>	<b>99.8793</b>	<b>0.1207</b>

**5. Ordinary Resolution: Ratification of remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants, Cost Auditors of the Company for the FY 2020-21**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	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	Remote E-voting	3,067,581,205	3,067,581,205	100.0000	3,067,581,205	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>3,067,581,205</b>	<b>100.0000</b>	<b>3,067,581,205</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Institutions	Remote E-voting	2,143,595,873	1,809,673,812	84.4223	1,809,673,812	-	100.0000	-
	E-voting at AGM		-	-	-	-	-	-
	<b>Total</b>		<b>1,809,673,812</b>	<b>84.4223</b>	<b>1,809,673,812</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public-Non Institutions	Remote E-voting	244,380,277	144,321,768	59.0562	144,317,271	4,497	99.9969	0.0031
	E-voting at AGM		23,071	0.0094	22,808	263	98.8600	1.1400
	<b>Total</b>		<b>144,344,839</b>	<b>59.0657</b>	<b>144,340,079</b>	<b>4,760</b>	<b>99.9967</b>	<b>0.0033</b>
<b>Total</b>		<b>5,455,557,355</b>	<b>5,021,599,856</b>	<b>92.0456</b>	<b>5,021,595,096</b>	<b>4,760</b>	<b>99.9999</b>	<b>0.0001</b>

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# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

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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](mailto:contact@cssanjaygrover.in)  
website : [www.cssanjaygrover.in](http://www.cssanjaygrover.in)

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular dated May 12,2020]

To,

The Chairman

**BHARTI AIRTEL LIMITED**

(CIN:L74899DL1995PLCO70609)

Bharti Crescent 1, Nelson Mandela Road,

Vasant Kunj, Phase II, New Delhi- 110070, India

Dear Sir,

I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, India was appointed as Scrutinizer for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular dated May 12,2020 (Circulars) on the resolutions mentioned in Notice dated May 18, 2020 ('AGM Notice') for 25<sup>th</sup> AGM of Bharti Airtel limited ('Company') held on Tuesday, August 18, 2020 at 3:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).



I submit my report as under:-

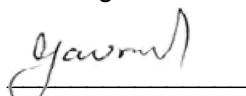
1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including Circulars in respect of the resolutions contained in the Notice of AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.
2. The remote e-voting period commenced on Friday, August 14, 2020 at 09:00 A.M. and ended on Monday, August 17, 2020 at 05:00 P.M. via remote e-voting platform on the designated website of KFin Technologies Private Limited (formerly known as Karvy Fintech Private Limited) ('RTA'), Authorized Agency to provide remote e-voting facility viz.: <http://evoting.karvy.com>. The Company had also provided e-voting facility to the Members attended through VC/OAVM during the AGM to enable those Members to cast their votes, if they had not cast their vote earlier through remote e-voting.
3. The Members of the Company as on the "cut off" date i.e. Tuesday, August 11, 2020 were entitled to avail the facility of remote e-voting as well as e-voting at AGM on the proposed resolution(s) as set out in the AGM Notice.
4. The total paid up Equity Share Capital of the Company as on August 11, 2020 was Rs. 27,277,786,775/- divided into 5,455,557,355 equity shares of face value of Rs. 5/- (Rupees Five Only) each. The total issued share capital of the Company includes 1 (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 2,171,216 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 1,20,039 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



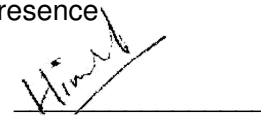


with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

5. After completion of e-voting at the AGM, the votes cast by the members through e-voting at the AGM and through remote e-voting were unblocked in the presence of two witnesses Mr. Gaurav Dwivedi and Mr. Himanshu Kukreja who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence



Witness -1



Witness - 2

6. The data of e- voting was diligently scrutinized and reconciled with the records maintained by the RTA of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.
7. The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There was no shareholder who opted for both facility. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
8. The consolidated summary of results of e-voting at the AGM and remote e-voting are as under:

**Resolution No.1-To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020 together with the reports of the Auditors thereon and of the Board of Directors thereon.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	Remote e-Votes	Total	
Assent	22,844	4,92,44,83,121	4,92,45,05,965	100
Dissent	227	1,597	1,824	0.0000
Total	23,071	4,92,44,84,718	4,92,45,07,789	100

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- A.**



**Resolution No. 2-Declaration of final dividend on equity shares.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	Remote e-Votes	Total	
Assent	22,844	5,00,85,54,282	5,00,85,77,126	99.7206
Dissent	227	1,40,34,621	1,40,34,848	0.2794
Total	23,071	5,02,25,88,903	5,02,26,11,974	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- B.**

**Resolution No. 3-Re-appointment of Mr. Gopal Vittal as a Director liable to retire by rotation**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	Remote e-Votes	Total	
Assent	22,828	5,00,49,91,101	5,00,50,13,929	99.7350
Dissent	243	1,32,97,812	1,32,98,055	0.2650
Total	23,071	5,01,82,88,913	5,01,83,11,984	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure- C.**



**Resolution No. 4-Re-appointment of Mr. Shishir Priyadarshi as an Independent Director**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	Remote e-Votes	Total	
Assent	22,808	4,99,09,61,842	4,99,09,84,650	99.8793
Dissent	263	60,29,620	60,29,883	0.1207
Total	23,071	4,99,69,91,462	4,99,70,14,533	100

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure-D.**

**Resolution No.5-Ratification of remuneration to be paid to Sanjay Gupta & Associates, Cost Accountants, Cost Auditors of the Company for the FY 2020-21.**

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-voting at AGM	Remote e-Votes	Total	
Assent	22,808	5,02,15,72,288	5,02,15,95,096	99.9999
Dissent	263	4,497	4,760	0.0001
Total	23,071	5,02,15,76,785	5,02,15,99,856	100

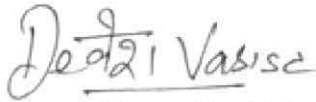
Therefore, the Resolution No. 5 has been approved with requisite majority. Details of e-voting at AGM & remote e-voting are given in **Annexure-E.**



9. The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,

**For SANJAY GROVER & ASSOCIATES  
COMPANY SECRETARIES**



(Devesh Kumar Vasist)

Partner

Scrutinizer

CP No.:13700

UDIN: F008488B000591994





**Countersigned by  
Pankaj Tewari  
Company Secretary**

Date: August 18, 2020

Place: New Delhi

## Annexure - A

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

### **A1. VOTING THROUGH E-VOTING AT AGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	23,071	1,15,355
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	46	23,071	1,15,355
d) Votes with Assent	44	22,844	1,14,220
e) Votes with Dissent	2	227	1,135

### **A2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	2,220	4,92,44,84,718	24,62,24,23,590
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	2,220	4,92,44,84,718	24,62,24,23,590
d) Votes with Assent	2,197*	4,92,44,83,121	24,62,24,15,605
e) Votes with Dissent	23*	1,597	7,985

**Note:** There were 79 (Seventy Nine) shareholders holding 10,14,16,083 (Ten Crore Fourteen Lakh Sixteen Thousand Eighty Three) equity shares who abstained from voting on the resolution.

\*There were 3 (Three) shareholders holding 102 (One Hundred Two) equity shares who have voted partially in favour of the resolution and partially against the resolution.



## Annexure - B

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

### **B1. VOTING THROUGH E-VOTING AT AGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	23,071	1,15,355
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	46	23,071	1,15,355
d) Votes with Assent	44	22,844	1,14,220
e) Votes with Dissent	2	227	1,135

### **B2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	2,271	5,02,25,88,903	25,11,29,44,515
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	2,271	5,02,25,88,903	25,11,29,44,515
d) Votes with Assent	2,239*	5,00,85,54,282	25,04,27,71,410
e) Votes with Dissent	32*	1,40,34,621	7,01,73,105

**Note:** There were 26 (Twenty Six) shareholders holding 33,11,894 (Thirty Three Lakh Eleven Thousand Eight Hundred and Ninety Four) equity shares who abstained from voting on the resolution.

\*There was 1 (One) shareholder holding 4 (Four) equity shares who has voted partially in favour of the resolution and partially against the resolution.



## Annexure - C

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

### **C1. VOTING THROUGH E-VOTING AT AGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	23,071	1,15,355
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	46	23,071	1,15,355
d) Votes with Assent	43	22,828	1,14,140
e) Votes with Dissent	3	243	1,215

### **C2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	2,249	5,01,82,88,913	25,09,14,44,565
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	2,249	5,01,82,88,913	25,09,14,44,565
d) Votes with Assent	2,179*	5,00,49,91,101	25,02,49,55,505
e) Votes with Dissent	70*	1,32,97,812	6,64,89,060

**Note:** There were 53 (Fifty Three) shareholders holding 76,11,886 (Seventy Six Lak Eleven Thousand Eight Hundred and eighty Six) equity shares who abstained from voting on the resolution.

\*There were 6 (Six) shareholders holding 132 (One Hundred Thirty Two) equity shares who have voted partially in favour of the resolution and partially against the resolution.



## Annexure -D

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

### **D1. VOTING THROUGH E-VOTING AT AGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	23,071	1,15,355
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	46	23,071	1,15,355
d) Votes with Assent	42	22,808	1,14,040
e) Votes with Dissent	4	263	1,315

### **D2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	2,226	4,99,69,91,462	24,98,49,57,310
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	2,226	4,99,69,91,462	24,98,49,57,310
d) Votes with Assent	2,153*	4,99,09,61,842	24,95,48,09,210
e) Votes with Dissent	73*	60,29,620	3,01,48,100

**Note:** There were 76 (Seventy Six) shareholders holding 2,89,09,337 (Two Crore Eighty Nine Lakh Nine Thousand Three Hundred and Thirty Seven) equity shares who abstained from voting on the resolution.

\*There were 6(six) shareholders holding 9,08,102 (Nine Lakh Eight Thousand One Hundred and Two) equity shares who have voted partially in favour of the resolution and partially against the resolution.





## Annexure -E

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

### **E1. VOTING THROUGH E-VOTING AT AGM:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	46	23,071	1,15,355
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	46	23,071	1,15,355
d) Votes with Assent	42	22,808	1,14,040
e) Votes with Dissent	4	263	1,315

### **E2. VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	2,241	5,02,15,76,785	25,10,78,83,925
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	2,241	5,02,15,76,785	25,10,78,83,925
d) Votes with Assent	2,160*	5,02,15,72,288	25,10,78,61,440
e) Votes with Dissent	81*	4,497	22,485

**Note:** There were 60 (Sixty) shareholders holding 43,23,983 (Forty Three Lakh Twenty Three Thousand Nine Hundred and Eighty Three) equity shares who abstained from voting on the resolution.

\*There were 5 (Five) shareholders holding 202 (Two Hundred Two) equity shares who have voted partially in favour of the resolution and partially against the resolution.



## Brief profile of Shishir Priyadarshi

Shishir Priyadarshi is a Senior Director of the World Trade Organisation (WTO). He heads the Development Division of the WTO, whose mandate is to facilitate work on all trade related developmental issues in the WTO, especially issues of concern to developing countries and the least-developed amongst them. He has over 20 years of international experience with proven expertise in the area of international economic policy, infrastructure development, international financial & trade regulations, and of policies that foster economic growth and development. He has an excellent overview and understanding of the international financial architecture, including of the developmental challenges faced by many developing economies. Over the years, he has worked closely with the World Bank, IMF, UNCTAD, UNDP, OECD etc. on a number of trade related projects. In particular he has a long experience of assisting Governments in Africa in their economic and fiscal policy formulation, as also in their infrastructure planning and development.

For over 20 years, he worked for the Government of India (1980-2000) as a senior Indian Administrative Service officer both in the State of Uttar Pradesh and at the federal level in New Delhi, including in the office of the Cabinet Secretary, dealing with Economic, Finance, Industrial and Infrastructure Ministries.

Mr. Priyadarshi also has very well established research and teaching credentials, borne out by a very large number of publications in international journals and through teaching assignments in a large number of Universities. He has a Master of Science in Physics from Delhi University, and a Master of Arts in Developmental Economics, from Reading University, UK, in both of which he was awarded a Gold Medal.



**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)

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