



September 01, 2024

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

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

Ref.: **Indus Towers Limited (534816/ INDUSTOWER)**

Sub.: **Outcome of 18<sup>th</sup> Annual General Meeting ('AGM') of the Company**

Dear Sir/Ma'am,

Pursuant to Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**'), we submit the following w.r.t. the 18<sup>th</sup> Annual General Meeting ('**AGM**') of the Company held on Thursday, August 29, 2024 at 03:30 P.M. (IST) through Video Conferencing ('**VC**')/ Other Audio Visual Means ('**OAVM**');

1. Voting results of the AGM as **Annexure – A**. All the resolutions as stated in the Notice of AGM dated July 30, 2024 have been approved with requisite majority.
2. Scrutinizers' Report dated August 31, 2024 issued by Mr. Harish Chawla, Partner, M/s CL & Associates, Company Secretaries, New Delhi pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and other applicable circulars as **Annexure – B**; and
3. Appointment of Mr. Jagdish Saksena Deepak as a Director liable to retire by rotation by the shareholders in the AGM on August 29, 2024. Details as required under Regulation 30 of the Listing Regulations read with clause 7 of Annexure I of the SEBI Circular dated September 09, 2015 forms part as **Annexure – C**.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Indus Towers Limited**

**Samridhi Rodhe**  
**Company Secretary & Compliance Officer**

*Encl.: As above*

**Indus Towers Limited**

Annexure - A

| <b>Indus Towers Limited</b>                                                                                                                                   |                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| <b>Voting Results of Remote e-Voting and e-Voting during the 18th Annual General Meeting</b>                                                                  |                                  |
| E-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions: |                                  |
| <b>Date</b>                                                                                                                                                   | Thursday, August 29, 2024        |
| <b>Total number of shareholders on record date, i.e., Thursday, August 22, 2024</b>                                                                           | 450,524                          |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b><br>Promoters and Promoter Group:<br>Public:                              | Not applicable<br>Not applicable |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b><br>Promoters and Promoter Group:<br>Public*                                       | 2<br>167                         |

**1. To receive, consider and adopt the standalone and consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024**

| <b>Resolution required: (Ordinary/ Special)</b>                                  |                               |                      |                      |                                      | Ordinary Resolution      |                           |                        |                         |
|----------------------------------------------------------------------------------|-------------------------------|----------------------|----------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| <b>Whether promoter/ promoter group are interested in the agenda/resolution?</b> |                               |                      |                      |                                      | No                       |                           |                        |                         |
| Category                                                                         | Mode of Voting                | No. of shares held   | No. of votes polled  | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                                  |                               | (1)                  | (2)                  | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
| <b>Promoter and Promoter Group</b>                                               | Remote E-voting               | 1,401,693,791        | 1,401,693,791        | 100.0000                             | 1,401,693,791            | -                         | 100.0000               | -                       |
|                                                                                  | E-voting at AGM               |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                                  | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                                  | <b>Total</b>                  | <b>1,401,693,791</b> | <b>1,401,693,791</b> | <b>100.0000</b>                      | <b>1,401,693,791</b>     | <b>-</b>                  | <b>100.0000</b>        | <b>-</b>                |
| <b>Public Institutions</b>                                                       | Remote E-voting               | 1,108,963,038        | 922,856,814          | 83.2180                              | 919,522,190              | 3,334,624                 | 99.6387                | 0.3613                  |
|                                                                                  | E-voting at AGM               |                      | 5,696,238            | 0.5137                               | 5,696,238                | -                         | 100.0000               | -                       |
|                                                                                  | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                                  | <b>Total</b>                  | <b>1,108,963,038</b> | <b>928,553,052</b>   | <b>83.7317</b>                       | <b>925,218,428</b>       | <b>3,334,624</b>          | <b>99.6409</b>         | <b>0.3591</b>           |

**Indus Towers Limited**

|                                |                               |                      |                   |                      |                   |                |                |               |
|--------------------------------|-------------------------------|----------------------|-------------------|----------------------|-------------------|----------------|----------------|---------------|
| <b>Public Non-Institutions</b> | Remote E-voting               | 184,280,121          | 15,983,128        | 8.6733               | 15,877,098        | 106,030        | 99.3366        | 0.6634        |
|                                | E-voting at AGM               |                      | 739               | 0.0004               | 739               | -              | 100.0000       | -             |
|                                | Postal Ballot (if applicable) |                      | -                 | -                    | -                 | -              | -              | -             |
|                                | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,867</b> | <b>8.6737</b>        | <b>15,877,837</b> | <b>106,030</b> | <b>99.3366</b> | <b>0.6634</b> |
| <b>Total</b>                   | <b>2,694,936,950</b>          | <b>2,346,230,710</b> | <b>87.0607</b>    | <b>2,342,790,056</b> | <b>3,440,654</b>  | <b>99.8534</b> | <b>0.1466</b>  |               |

## 2. Re-appointment of Mr. Sunil Sood (DIN: 03132202) as a Director, liable to retire by rotation

| Resolution required: (Ordinary/ Special)                                  |                               |                      |                      |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------|----------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                      |                      |                                      | No                       |                           |                        |                         |
| Category                                                                  | Mode of Voting                | No. of shares held   | No. of votes polled  | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                               | (1)                  | (2)                  | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6)=[(4)/(2)]*100      | (7)=[(5)/(2)]*100       |
| <b>Promoter and Promoter Group</b>                                        | Remote E-voting               | 1,401,693,791        | 1,401,693,791        | 100.0000                             | 1,401,693,791            | -                         | 100.0000               | -                       |
|                                                                           | E-voting at AGM               |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,401,693,791</b> | <b>1,401,693,791</b> | <b>100.0000</b>                      | <b>1,401,693,791</b>     | <b>-</b>                  | <b>100.0000</b>        | <b>-</b>                |
| <b>Public Institutions</b>                                                | Remote E-voting               | 1,108,963,038        | 924,832,932          | 83.3962                              | 697,378,659              | 227,454,273               | 75.4059                | 24.5941                 |
|                                                                           | E-voting at AGM               |                      | 5,696,238            | 0.5137                               | -                        | 5,696,238                 | -                      | 100.0000                |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>   | <b>83.9098</b>                       | <b>697,378,659</b>       | <b>233,150,511</b>        | <b>74.9443</b>         | <b>25.0557</b>          |
| <b>Public Non-Institutions</b>                                            | Remote E-voting               | 184,280,121          | 15,982,912           | 8.6732                               | 15,876,193               | 106,719                   | 99.3323                | 0.6677                  |
|                                                                           | E-voting at AGM               |                      | 739                  | 0.0004                               | 739                      | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,651</b>    | <b>8.6736</b>                        | <b>15,876,932</b>        | <b>106,719</b>            | <b>99.3323</b>         | <b>0.6677</b>           |
| <b>Total</b>                                                              | <b>2,694,936,950</b>          | <b>2,348,206,612</b> | <b>87.1340</b>       | <b>2,114,949,382</b>                 | <b>233,257,230</b>       | <b>90.0666</b>            | <b>9.9334</b>          |                         |

### Indus Towers Limited

### 3. Re-appointment of Mr. Rajan Bharti Mittal (DIN: 00028016) as a Director, liable to retire by rotation

| Resolution required: (Ordinary/ Special)                                  |                               |                      |                      |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------|----------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                      |                      |                                      | No                       |                           |                        |                         |
| Category                                                                  | Mode of Voting                | No. of shares held   | No. of votes polled  | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                               | (1)                  | (2)                  | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
| <b>Promoter and Promoter Group</b>                                        | Remote E-voting               | 1,401,693,791        | 1,401,693,791        | 100.0000                             | 1,401,693,791            | -                         | 100.0000               | -                       |
|                                                                           | E-voting at AGM               |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,401,693,791</b> | <b>1,401,693,791</b> | <b>100.0000</b>                      | <b>1,401,693,791</b>     | <b>-</b>                  | <b>100.0000</b>        | <b>-</b>                |
| <b>Public Institutions</b>                                                | Remote E-voting               | 1,108,963,038        | 924,832,932          | 83.3962                              | 602,075,108              | 322,757,824               | 65.1010                | 34.8990                 |
|                                                                           | E-voting at AGM               |                      | 5,696,238            | 0.5137                               | -                        | 5,696,238                 | -                      | 100.0000                |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>   | <b>83.9098</b>                       | <b>602,075,108</b>       | <b>328,454,062</b>        | <b>64.7024</b>         | <b>35.2976</b>          |
| <b>Public Non-Institutions</b>                                            | Remote E-voting               | 184,280,121          | 15,983,024           | 8.6732                               | 15,875,978               | 107,046                   | 99.3303                | 0.6697                  |
|                                                                           | E-voting at AGM               |                      | 739                  | 0.0004                               | 739                      | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,763</b>    | <b>8.6736</b>                        | <b>15,876,717</b>        | <b>107,046</b>            | <b>99.3303</b>         | <b>0.6697</b>           |
| <b>Total</b>                                                              |                               | <b>2,694,936,950</b> | <b>2,348,206,724</b> | <b>87.1340</b>                       | <b>2,019,645,616</b>     | <b>328,561,108</b>        | <b>86.0080</b>         | <b>13.9920</b>          |

### 4. Re-appointment of Mr. Gopal Vittal (DIN: 02291778) as a Director, liable to retire by rotation

| Resolution required: (Ordinary/ Special)                                  |                |                    |                     |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|----------------|--------------------|---------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    |                     |                                      | No                       |                           |                        |                         |
| Category                                                                  | Mode of Voting | No. of shares held | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                | (1)                | (2)                 | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |

|                                    |                               |                      |                      |                 |                      |                    |                 |                |
|------------------------------------|-------------------------------|----------------------|----------------------|-----------------|----------------------|--------------------|-----------------|----------------|
| <b>Promoter and Promoter Group</b> | Remote E-voting               | 1,401,693,791        | 1,401,693,791        | 100.0000        | 1,401,693,791        | -                  | 100.0000        | -              |
|                                    | E-voting at AGM               |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>1,401,693,791</b> | <b>1,401,693,791</b> | <b>100.0000</b> | <b>1,401,693,791</b> | <b>-</b>           | <b>100.0000</b> | <b>-</b>       |
| <b>Public Institutions</b>         | Remote E-voting               | 1,108,963,038        | 924,832,932          | 83.3962         | 699,826,764          | 225,006,168        | 75.6706         | 24.3294        |
|                                    | E-voting at AGM               |                      | 5,696,238            | 0.5137          | -                    | 5,696,238          | -               | 100.0000       |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>   | <b>83.9098</b>  | <b>699,826,764</b>   | <b>230,702,406</b> | <b>75.2074</b>  | <b>24.7926</b> |
| <b>Public Non-Institutions</b>     | Remote E-voting               | 184,280,121          | 15,983,004           | 8.6732          | 15,874,137           | 108,867            | 99.3189         | 0.6811         |
|                                    | E-voting at AGM               |                      | 739                  | 0.0004          | 739                  | -                  | 100.0000        | -              |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,743</b>    | <b>8.6736</b>   | <b>15,874,876</b>    | <b>108,867</b>     | <b>99.3189</b>  | <b>0.6811</b>  |
| <b>Total</b>                       |                               | <b>2,694,936,950</b> | <b>2,348,206,704</b> | <b>87.1340</b>  | <b>2,117,395,431</b> | <b>230,811,273</b> | <b>90.1707</b>  | <b>9.8293</b>  |

#### 5. To approve Material Related Party Transaction(s) with Bharti Airtel Limited

| Resolution required: (Ordinary/ Special)                                  |                               |                      |                     |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------|---------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                      |                     |                                      | Yes                      |                           |                        |                         |
| Category                                                                  | Mode of Voting                | No. of shares held   | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                               | (1)                  | (2)                 | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
| <b>Promoter and Promoter Group</b>                                        | Remote E-voting               | 1,401,693,791        | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | E-voting at AGM               |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,401,693,791</b> | <b>-</b>            | <b>-</b>                             | <b>-</b>                 | <b>-</b>                  | <b>-</b>               | <b>-</b>                |
| <b>Public Institutions</b>                                                | Remote E-voting               | 1,108,963,038        | 924,832,932         | 83.3962                              | 924,832,932              | -                         | 100.0000               | -                       |
|                                                                           | E-voting at AGM               |                      | 5,696,238           | 0.5137                               | 5,696,238                | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>  | <b>83.9098</b>                       | <b>930,529,170</b>       | <b>-</b>                  | <b>100.0000</b>        | <b>-</b>                |

#### Indus Towers Limited

|                                |                               |                      |                    |                |                    |                |                |               |
|--------------------------------|-------------------------------|----------------------|--------------------|----------------|--------------------|----------------|----------------|---------------|
| <b>Public Non-Institutions</b> | Remote E-voting               | 184,280,121          | 15,983,024         | 8.6732         | 15,875,353         | 107,671        | 99.3263        | 0.6737        |
|                                | E-voting at AGM               |                      | 739                | 0.0004         | 739                | -              | 100.0000       | -             |
|                                | Postal Ballot (if applicable) |                      | -                  | -              | -                  | -              | -              | -             |
|                                | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,763</b>  | <b>8.6736</b>  | <b>15,876,092</b>  | <b>107,671</b> | <b>99.3264</b> | <b>0.6736</b> |
| <b>Total</b>                   |                               | <b>2,694,936,950</b> | <b>946,512,933</b> | <b>35.1219</b> | <b>946,405,262</b> | <b>107,671</b> | <b>99.9886</b> | <b>0.0114</b> |

#### 6. To approve Material Related Party Transaction(s) with Bharti Hexacom Limited

| Resolution required: (Ordinary/ Special)                                  |                               |                      |                     |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------|---------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                      |                     |                                      | Yes                      |                           |                        |                         |
| Category                                                                  | Mode of Voting                | No. of shares held   | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                               | (1)                  | (2)                 | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
| <b>Promoter and Promoter Group</b>                                        | Remote E-voting               | 1,401,693,791        | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | E-voting at AGM               |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,401,693,791</b> | -                   | -                                    | -                        | -                         | -                      | -                       |
| <b>Public Institutions</b>                                                | Remote E-voting               | 1,108,963,038        | 924,832,932         | 83.3962                              | 924,832,932              | -                         | 100.0000               | -                       |
|                                                                           | E-voting at AGM               |                      | 5,696,238           | 0.5137                               | 5,696,238                | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>  | <b>83.9098</b>                       | <b>930,529,170</b>       | -                         | <b>100.0000</b>        | -                       |
| <b>Public Non-Institutions</b>                                            | Remote E-voting               | 184,280,121          | 15,983,035          | 8.6732                               | 15,874,582               | 108,453                   | 99.3214                | 0.6786                  |
|                                                                           | E-voting at AGM               |                      | 739                 | 0.0004                               | 739                      | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                   | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,983,774</b>   | <b>8.6736</b>                        | <b>15,875,321</b>        | <b>108,453</b>            | <b>99.3215</b>         | <b>0.6785</b>           |
| <b>Total</b>                                                              |                               | <b>2,694,936,950</b> | <b>946,512,944</b>  | <b>35.1219</b>                       | <b>946,404,491</b>       | <b>108,453</b>            | <b>99.9885</b>         | <b>0.0115</b>           |

**7. To approve Material Related Party Transaction(s) with Vodafone Idea Limited**

| Resolution required: (Ordinary/ Special)                                  |                               |                      |                      |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|-------------------------------|----------------------|----------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               |                      |                      |                                      | Yes                      |                           |                        |                         |
| Category                                                                  | Mode of Voting                | No. of shares held   | No. of votes polled  | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                               | (1)                  | (2)                  | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
| <b>Promoter and Promoter Group</b>                                        | Remote E-voting               | 1,401,693,791        | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | E-voting at AGM               |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  |                      | <b>1,401,693,791</b> | -                                    | -                        | -                         | -                      | -                       |
| <b>Public Institutions</b>                                                | Remote E-voting               | 1,108,963,038        | 924,832,932          | 83.3962                              | 924,832,932              | -                         | 100.0000               | -                       |
|                                                                           | E-voting at AGM               |                      | 5,696,238            | 0.5137                               | 5,696,238                | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  |                      | <b>1,108,963,038</b> | <b>930,529,170</b>                   | <b>83.9098</b>           | <b>930,529,170</b>        | -                      | <b>100.0000</b>         |
| <b>Public Non-Institutions</b>                                            | Remote E-voting               | 184,280,121          | 15,983,035           | 8.6732                               | 15,876,343               | 106,692                   | 99.3325                | 0.6675                  |
|                                                                           | E-voting at AGM               |                      | 739                  | 0.0004                               | 739                      | -                         | 100.0000               | -                       |
|                                                                           | Postal Ballot (if applicable) |                      | -                    | -                                    | -                        | -                         | -                      | -                       |
|                                                                           | <b>Total</b>                  |                      | <b>184,280,121</b>   | <b>15,983,774</b>                    | <b>8.6736</b>            | <b>15,877,082</b>         | <b>106,692</b>         | <b>99.3325</b>          |
| <b>Total</b>                                                              |                               | <b>2,694,936,950</b> | <b>946,512,944</b>   | <b>35.1219</b>                       | <b>946,406,252</b>       | <b>106,692</b>            | <b>99.9887</b>         | <b>0.0113</b>           |

**8. Appointment of Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director liable to retire by rotation**

| Resolution required: (Ordinary/ Special)                                  |                |                    |                     |                                      | Ordinary Resolution      |                           |                        |                         |
|---------------------------------------------------------------------------|----------------|--------------------|---------------------|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    |                     |                                      | No                       |                           |                        |                         |
| Category                                                                  | Mode of Voting | No. of shares held | No. of votes polled | % votes polled on outstanding shares | No. of votes - in favour | No. of votes - in Against | % of votes - in favour | % of votes - in Against |
|                                                                           |                | (1)                | (2)                 | (3) = [(2)/(1)]*100                  | (4)                      | (5)                       | (6) = [(4)/(2)]*100    | (7) = [(5)/(2)]*100     |
|                                                                           |                |                    |                     |                                      |                          |                           |                        |                         |

**Indus Towers Limited**



|                                    |                               |                      |                      |                 |                      |                    |                 |                |
|------------------------------------|-------------------------------|----------------------|----------------------|-----------------|----------------------|--------------------|-----------------|----------------|
| <b>Promoter and Promoter Group</b> | Remote E-voting               | 1,401,693,791        | 1,401,693,791        | 100.0000        | 1,401,693,791        | -                  | 100.0000        | -              |
|                                    | E-voting at AGM               |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>1,401,693,791</b> | <b>1,401,693,791</b> | <b>100.0000</b> | <b>1,401,693,791</b> | <b>-</b>           | <b>100.0000</b> | <b>-</b>       |
| <b>Public Institutions</b>         | Remote E-voting               | 1,108,963,038        | 924,832,932          | 83.3962         | 698,570,647          | 226,262,285        | 75.5348         | 24.4652        |
|                                    | E-voting at AGM               |                      | 5,696,238            | 0.5137          | -                    | 5,696,238          | -               | 100.0000       |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>1,108,963,038</b> | <b>930,529,170</b>   | <b>83.9098</b>  | <b>698,570,647</b>   | <b>231,958,523</b> | <b>75.0724</b>  | <b>24.9276</b> |
| <b>Public Non-Institutions</b>     | Remote E-voting               | 184,280,121          | 15,983,855           | 8.6737          | 15,875,323           | 108,532            | 99.3210         | 0.6790         |
|                                    | E-voting at AGM               |                      | 739                  | 0.0004          | 739                  | -                  | 100.0000        | -              |
|                                    | Postal Ballot (if applicable) |                      | -                    | -               | -                    | -                  | -               | -              |
|                                    | <b>Total</b>                  | <b>184,280,121</b>   | <b>15,984,594</b>    | <b>8.6741</b>   | <b>15,876,062</b>    | <b>108,532</b>     | <b>99.3210</b>  | <b>0.6790</b>  |
| <b>Total</b>                       |                               | <b>2,694,936,950</b> | <b>2,348,207,555</b> | <b>87.1340</b>  | <b>2,116,140,500</b> | <b>232,067,055</b> | <b>90.1173</b>  | <b>9.8827</b>  |

**Note:** The total issued share capital of the Company includes 50 (Fifty only) shares which are lying in the Indus Towers Limited – Unclaimed Suspense Account, 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 3,21,345 (Three Lakh Twenty One Thousand Three Hundred and Forty Five Only) equity shares held by Indus Towers Employees’ Welfare Trust (“ESOP Trust”) which are treated as “Non - Promoter Non-Public Shareholding” as per the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, of which voting rights are not exercised and 3,514 (Three Thousand Five Hundred and Fourteen Only) 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) Rule, 2016. Please note that the voting was done through e-voting only.

*\*Including speaker shareholders who logged in from Speaker shareholders' window*

### Indus Towers Limited

Registered & Corporate Office: Building No. 10, Tower A, 4th Floor, DLF Cyber City, Gurugram-122002, Haryana | Tel: +91 -124-4296766 Fax: +91124 4289333  
CIN: L64201HR2006PLC073821 | Email: compliance.officer@industowers.com | [www.industowers.com](http://www.industowers.com)



## CL & Associates, Company Secretaries

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### Consolidated Scrutinizer's Report

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

To,

**The Chairman**

**Indus Towers Limited**

(CIN: L64201HR2006PLC073821)

Building No. 10, Tower A, 4<sup>th</sup> Floor,

DLF Cyber City Gurugram

Haryana 122002, India

**Subject: Consolidated scrutinizer report on remote e-voting and e-voting during the 18<sup>th</sup> Annual General Meeting by the members of Indus Towers Limited held on Thursday, August 29, 2024 at 03:30 P.M. (IST) through video conferencing ('VC')/ other audio-visual means ('OAVM')**

Dear Sir,

I, Harish Chawla, Partner of M/s CL & Associates, Company Secretaries, having office at D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India, was appointed as Scrutinizer by the Board of Directors of **Indus Towers Limited** (*hereinafter to be referred as 'the Company'*) in its meeting held on Tuesday, April 30, 2024 for the purpose of scrutinizing the voting through electronic means, i.e. remote e-voting and e-voting in respect of the resolutions as mentioned in the notice dated July 30, 2024 ("**Notice**") of the 18<sup>th</sup> Annual General Meeting ("**AGM**") held on Thursday, August 29, 2024 at 03:30 P.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) (*hereinafter to be referred as 'the Act'*).

I submit my report as under:

1. As per the General Circular No. 09/2023 dated September 25, 2023, Circular No. 10/2022 dated December 28, 2022, Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 as issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("**Listing Regulations**"), the 18<sup>th</sup> Annual General Meeting of the Company was held through video conferencing (VC)/ other audio-visual means (OAVM) in view of the relaxation provided under the said circulars.



## CL & Associates, Company Secretaries

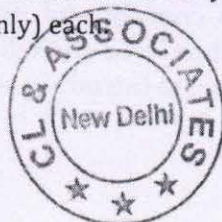
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2. In accordance with the MCA Circulars read with SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 ("**SEBI Circulars**"), the Company has sent the Notice along with the Integrated Report and Financial Statements for the financial year 2023-24 through electronic mode, only to those shareholders whose e-mail addresses were registered with the Company/ Depository Participants and whose names were recorded in the Register of Members/ Beneficial owners of the Company as on Friday, August 02, 2024.

The Company had also published an advertisement on Thursday, August 08, 2024, in "Mint" an English Newspaper and "Hindustan" a vernacular (Hindi) newspaper regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules and MCA Circulars with regard to Remote e-voting.

3. The Company had engaged National Securities Depository Limited ('NSDL'), as the service provider for extending the facility of remote e-voting and e-voting during the 18<sup>th</sup> AGM to the members of the Company. The **Remote e-voting period commenced on Monday, August 26, 2024 at 09:00 A.M. (IST) and ended on Wednesday, August 28, 2024 at 05:00 P.M. (IST).**
4. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Listing Regulations in respect of the resolution contained in the Notice as well as to ensure a secured framework and robustness of electronic voting system.
5. My responsibility as Scrutinizer for e-voting process was restricted to make the Scrutinizer's Report on the votes cast in "**Favour**" or "**Against**" by the members in respect of the resolutions contained in the Notice, based on verification of data and reports generated from the voting system provided by NSDL, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically.
6. The members of the Company holding equity shares, as on the **cut-off date i.e., Thursday, August 22, 2024** were entitled to vote on the proposed resolutions as set out in the Notice, through remote e- voting/e-voting at the AGM.
7. The total paid up Equity Share Capital of the Company as on Thursday, August 22, 2024 was Rs. 26,949,369,500/- (Rupees Two Thousand Six Hundred Ninety-Four Crore Ninety-Three Lakh Sixty-Nine Thousand Five Hundred Only) divided into 2,694,936,950 (Two Hundred Sixty-Nine Crore Forty-Nine Lakh Thirty-Six Thousand Nine Hundred and Fifty Only) fully paid-up equity shares of the face value of Rs. 10/- (Rupees Ten Only) each.



## CL & Associates, Company Secretaries

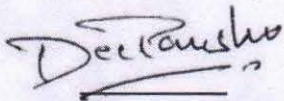
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As per Section 47 of the Companies Act, 2013, every member of a Company limited by shares and holding equity share capital therein, shall have a right to vote on every resolution placed before the Company and his voting right on a poll shall be in proportion to his share in the paid-up equity share capital of the Company.

The total issued share capital of the Company includes 50 (Fifty only) shares which are lying in the Indus Towers Limited – Unclaimed Suspense Account, 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 3,21,345 (Three Lakh Twenty One Thousand Three Hundred and Forty Five Only) equity shares held by Indus Towers Employees' Welfare Trust ("ESOP Trust") which are treated as "Non - Promoter Non-Public Shareholding" as per the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, of which voting rights are not exercised and 3,514 (Three Thousand Five Hundred and Fourteen Only) 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) Rule, 2016.

8. At the 18<sup>th</sup> AGM of the Company held through VC/ OAVM, on Thursday, August 29, 2024, after considering all the items of ordinary and special business, the facility to vote electronically was provided to facilitate those members who were attending the meeting through VC/ OAVM but could not participate in the remote e-voting to record their votes.
9. The votes cast during the e-voting were unblocked by me on Thursday, August 29, 2024 after the conclusion of AGM in the presence of two witnesses, Deepanshu Aggarwal and Kirti Arora, who are not in the employment of the Company and/ or NSDL. They have signed below in confirmation of the same:



**Deepanshu Aggarwal**



**Kirti Arora**

10. There was no shareholder who opted for both the facilities i.e., remote e-voting and e-voting at the AGM. Further, the shareholders who voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.



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11. The consolidated summary of results of e-voting at AGM and remote e-voting are as under:

**Resolution No. 1 - To receive, consider and adopt the audited standalone and consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024:**

| Ordinary Resolution |                       |                 |                |        |
|---------------------|-----------------------|-----------------|----------------|--------|
| Particulars         | Number of Valid Votes |                 |                | %      |
|                     | Remote e-voting       | E-voting at AGM | Total e-votes  |        |
| Assent              | 2,33,70,93,079        | 56,96,977       | 2,34,27,90,056 | 99.853 |
| Dissent             | 34,40,654             | -               | 34,40,654      | 0.147  |

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

**Resolution No. 2 - Re-appointment of Mr. Sunil Sood (DIN: 03132202) as a Director liable to retire by rotation:**

| Ordinary Resolution |                       |                 |                |        |
|---------------------|-----------------------|-----------------|----------------|--------|
| Particulars         | Number of Valid Votes |                 |                | %      |
|                     | Remote e-voting       | E-voting at AGM | Total e-votes  |        |
| Assent              | 2,11,49,48,643        | 739             | 2,11,49,49,382 | 90.067 |
| Dissent             | 22,75,60,992          | 56,96,238       | 23,32,57,230   | 9.933  |

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

**Resolution No. 3 - Re-appointment of Mr. Rajan Bharti Mittal (DIN: 00028016) as a Director liable to retire by rotation:**

| Ordinary Resolution |                       |                 |                |        |
|---------------------|-----------------------|-----------------|----------------|--------|
| Particulars         | Number of Valid Votes |                 |                | %      |
|                     | Remote e-voting       | E-voting at AGM | Total e-votes  |        |
| Assent              | 2,01,96,44,877        | 739             | 2,01,96,45,616 | 86.008 |
| Dissent             | 32,28,64,870          | 56,96,238       | 32,85,61,108   | 13.992 |

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



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## **Resolution No. 4 - Re-appointment of Mr. Gopal Vittal (DIN: 02291778) as a Director liable to retire by rotation:**

| Particulars | Ordinary Resolution   |                 |                | %      |
|-------------|-----------------------|-----------------|----------------|--------|
|             | Number of Valid Votes |                 |                |        |
|             | Remote e-voting       | E-voting at AGM | Total e-votes  |        |
| Assent      | 2,11,73,94,692        | 739             | 2,11,73,95,431 | 90.171 |
| Dissent     | 22,51,15,035          | 56,96,238       | 23,08,11,273   | 9.829  |

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

## **Resolution No. 5 - To approve Material Related Party Transaction(s) with Bharti Airtel Limited:**

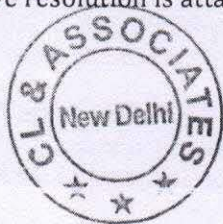
| Particulars | Ordinary Resolution   |                 |               | %      |
|-------------|-----------------------|-----------------|---------------|--------|
|             | Number of Valid Votes |                 |               |        |
|             | Remote e-voting       | E-voting at AGM | Total e-votes |        |
| Assent      | 94,07,08,285          | 56,96,977       | 94,64,05,262  | 99.989 |
| Dissent     | 1,07,671              | -               | 1,07,671      | 0.011  |

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

## **Resolution No. 6 - To approve Material Related Party Transaction(s) with Bharti Hexacom Limited:**

| Particulars | Ordinary Resolution   |                 |               | %      |
|-------------|-----------------------|-----------------|---------------|--------|
|             | Number of Valid Votes |                 |               |        |
|             | Remote e-voting       | E-voting at AGM | Total e-votes |        |
| Assent      | 94,07,07,514          | 56,96,977       | 94,64,04,491  | 99.989 |
| Dissent     | 1,08,453              | -               | 1,08,453      | 0.011  |

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



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## **Resolution No. 7 - To approve Material Related Party Transaction(s) with Vodafone Idea Limited:**

| Particulars | Ordinary Resolution   |                 |               | %      |
|-------------|-----------------------|-----------------|---------------|--------|
|             | Number of Valid Votes |                 |               |        |
|             | Remote e-voting       | E-voting at AGM | Total e-votes |        |
| Assent      | 94,07,09,275          | 56,96,977       | 94,64,06,252  | 99.989 |
| Dissent     | 1,06,692              | -               | 1,06,692      | 0.011  |

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

## **Resolution No. 8 - Appointment of Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director liable to retire by rotation**

| Particulars | Ordinary Resolution   |                 |                | %      |
|-------------|-----------------------|-----------------|----------------|--------|
|             | Number of Valid Votes |                 |                |        |
|             | Remote e-voting       | E-voting at AGM | Total e-votes  |        |
| Assent      | 2,11,61,39,761        | 739             | 2,11,61,40,500 | 90.117 |
| Dissent     | 22,63,70,817          | 56,96,238       | 23,20,67,055   | 9.883  |

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

12. Based on the aforesaid results, I report that all resolutions as set out in Item Nos. 1 to 8 of the Notice have been passed with requisite majority.



# CL & Associates, Company Secretaries

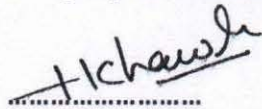
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13. The electronic data and all other relevant record related to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thank you

For CL & Associates  
Company Secretaries



Harish Chawia

Partner

Membership No. F9002

CP No. 15492

PR No. 4741/2023

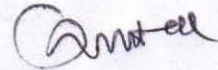
UDIN: F009002F001091457

Date: 31/08/2024

Place: New Delhi



Countersigned by



Dinesh Kumar Mittal

Chairman

Indus Towers Limited

# CL & Associates, Company Secretaries

D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

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## Annexure A:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes        | Percentage |
|-------------------------|----------------------|-----------------------|------------|
| a) Total Votes received | 1,650                | 2,34,05,33,733        | 100        |
| b) Less: Invalid Votes  | -                    | -                     | -          |
| c) Net Valid Votes      | <b>1,650</b>         | <b>2,34,05,33,733</b> | <b>100</b> |
| d) Votes with Assent    | 1,574                | 2,33,70,93,079        | 99.85      |
| e) Votes with Dissent   | 76                   | 34,40,654             | 0.15       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 16                   | 5,696,977        | 100.0        |
| e) Votes with Dissent   | -                    | -                | -            |





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## Annexure B:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes        | Percentage |
|-------------------------|----------------------|-----------------------|------------|
| a) Total Votes received | 1,657                | 2,34,25,09,635        | 100        |
| b) Less: Invalid Votes  | -                    | -                     | -          |
| c) Net Valid Votes      | <b>1,657</b>         | <b>2,34,25,09,635</b> | <b>100</b> |
| d) Votes with Assent    | 1,216                | 2,11,49,48,643        | 90.29      |
| e) Votes with Dissent   | 441                  | 22,75,60,992          | 9.71       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 10                   | 739              | 0.013        |
| e) Votes with Dissent   | 6                    | 5,696,238        | 99.987       |



# CL & Associates, Company Secretaries

D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

Tel: +91 11-2630 2076, 097166 16624; E-mail: [support@corp-nexus.com](mailto:support@corp-nexus.com)

## Annexure C:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes        | Percentage |
|-------------------------|----------------------|-----------------------|------------|
| a) Total Votes received | 1,650                | 2,34,25,09,747        | 100        |
| b) Less: Invalid Votes  | -                    | -                     | -          |
| c) Net Valid Votes      | <b>1,650</b>         | <b>2,34,25,09,747</b> | <b>100</b> |
| d) Votes with Assent    | 1,100                | 2,01,96,44,877        | 86.22      |
| e) Votes with Dissent   | 550                  | 32,28,64,870          | 13.78      |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 10                   | 739              | 0.013        |
| e) Votes with Dissent   | 6                    | 5,696,238        | 99.987       |



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## Annexure D:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes        | Percentage |
|-------------------------|----------------------|-----------------------|------------|
| a) Total Votes received | 1,658                | 2,34,25,09,727        | 100        |
| b) Less: Invalid Votes  | -                    | -                     | -          |
| c) Net Valid Votes      | <b>1,658</b>         | <b>2,34,25,09,727</b> | <b>100</b> |
| d) Votes with Assent    | 1,219                | 2,11,73,94,692        | 90.39      |
| e) Votes with Dissent   | 439                  | 22,51,15,035          | 9.61       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 10                   | 739              | 0.013        |
| e) Votes with Dissent   | 6                    | 5,696,238        | 99.987       |



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## Annexure E:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes      | Percentage |
|-------------------------|----------------------|---------------------|------------|
| a) Total Votes received | 1,642                | 94,08,15,956        | 100        |
| b) Less: Invalid Votes  | -                    | -                   | -          |
| c) Net Valid Votes      | <b>1,642</b>         | <b>94,08,15,956</b> | <b>100</b> |
| d) Votes with Assent    | 1,573                | 94,07,08,285        | 99.99      |
| e) Votes with Dissent   | 69                   | 1,07,671            | 0.01       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 16                   | 5,696,977        | 100.0        |
| e) Votes with Dissent   | -                    | -                | -            |



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## Annexure F:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes      | Percentage |
|-------------------------|----------------------|---------------------|------------|
| a) Total Votes received | 1,644                | 94,08,15,967        | 100        |
| b) Less: Invalid Votes  | -                    | -                   | -          |
| c) Net Valid Votes      | <b>1,644</b>         | <b>94,08,15,967</b> | <b>100</b> |
| d) Votes with Assent    | 1,571                | 94,07,07,514        | 99.99      |
| e) Votes with Dissent   | 73                   | 1,08,453            | 0.01       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 16                   | 5,696,977        | 100.0        |
| e) Votes with Dissent   | -                    | -                | -            |



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## Annexure G:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes      | Percentage |
|-------------------------|----------------------|---------------------|------------|
| a) Total Votes received | 1,644                | 94,08,15,967        | 100        |
| b) Less: Invalid Votes  | -                    | -                   | -          |
| c) Net Valid Votes      | <b>1,644</b>         | <b>94,08,15,967</b> | <b>100</b> |
| d) Votes with Assent    | 1,575                | 94,07,09,275        | 99.99      |
| e) Votes with Dissent   | 69                   | 1,06,692            | 0.01       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| a) Total Votes received | 16                   | 5,696,977        | 100.0        |
| b) Less: Invalid Votes  | -                    | -                | -            |
| c) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| d) Votes with Assent    | 16                   | 5,696,977        | 100.0        |
| e) Votes with Dissent   | -                    | -                | -            |



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## Annexure H:

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

### VOTING THROUGH REMOTE E-VOTING:

| Particulars             | No. of Members Voted | No. of e-Votes        | Percentage |
|-------------------------|----------------------|-----------------------|------------|
| f) Total Votes received | 1,661                | 2,34,25,10,578        | 100        |
| g) Less: Invalid Votes  | -                    | -                     | -          |
| h) Net Valid Votes      | <b>1,661</b>         | <b>2,34,25,10,578</b> | <b>100</b> |
| i) Votes with Assent    | 1,223                | 2,11,61,39,761        | 90.34      |
| j) Votes with Dissent   | 438                  | 22,63,70,817          | 9.66       |

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

| Particulars             | No. of Members Voted | No. of e-Votes   | Percentage   |
|-------------------------|----------------------|------------------|--------------|
| f) Total Votes received | 16                   | 5,696,977        | 100.0        |
| g) Less: Invalid Votes  | -                    | -                | -            |
| h) Net Valid Votes      | <b>16</b>            | <b>5,696,977</b> | <b>100.0</b> |
| i) Votes with Assent    | 10                   | 739              | 0.013        |
| j) Votes with Dissent   | 6                    | 5,696,238        | 99.987       |



**Details under Regulation 30 of the Listing Regulations read with clause 7 of Annexure I of SEBI Circular dated July 13, 2023**

| <b>S. No.</b> | <b>Particulars</b>                                                                                                            | <b>Mr. Jagdish Saksena Deepak</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|---------------|-------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1.</b>     | <b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>                                           | The shareholders in the Annual General meeting ('AGM') held on August 29, 2024, have appointed Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director liable to retire by rotation, through e-voting/ remote e-voting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>2.</b>     | <b>Date of appointment &amp; term of appointment</b>                                                                          | The shareholders in the Annual General meeting ('AGM') held on August 29, 2024, have appointed Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director liable to retire by rotation, through e-voting/ remote e-voting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>3.</b>     | <b>Brief Profile</b>                                                                                                          | <p>Mr. Jagdish Saksena Deepak completed his post-graduate diploma in management from Indian Institute of Management, Ahmedabad.</p> <p>He was an Indian Administrative Service officer and served as the Ambassador of India to World Trade Organisation, Genva and permanent representative of India at Commerce and Industry, Genva. He has served as Secretary in the Department of Telecommunications and Department of Electronics &amp; Information Technology, Government of India. He has over 38 years of experience in administration services in various ministries of Government of India.</p> <p>Presently, he is the Chairperson of Bharti Hexacom Limited. He also serves as an Independent Director on the Boards of Axis Securities Limited and Pidilite Industries Limited.</p> |
| <b>4.</b>     | <b>Disclosure of relationship between directors</b>                                                                           | Mr. Jagdish Saksena Deepak is not related to any other Director of the Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>5.</b>     | <b>Affirmation that Director is not debarred from the holding office of director by virtue of any SEBI order or authority</b> | Mr. Jagdish Saksena Deepak is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |