



September 02, 2023

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

The 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.: **Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 – Voting Results and Scrutinizers Report of 17th Annual General Meeting (“AGM”)**

Dear Sir/ Madam,

Pursuant to Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**), please find following w.r.t. the 17th Annual General Meeting (**‘AGM’**) of the Company held on Thursday, August 31, 2023 at 3:30 P.M. (IST) through video conferencing/ Other Audio Visual Means:

1. Voting results enclosed as **Annexure ‘A’**; and
2. Consolidated Report dated September 01, 2023 issued by the Scrutinizer, Mr. Harish Chawla, Partner, M/s CL & Associates, Company Secretaries, New Delhi pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable circulars, enclosed as **Annexure ‘B’**.

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

Indus Towers Limited	
Voting Results of Remote e-Voting and e-Voting during the 17th Annual General Meeting	
E-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date	Thursday, August 31, 2023
Total number of shareholders on record date, i.e., Thursday, August 24, 2023	2,82,607
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A. N.A.
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	14 128

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023

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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	755200271	701482956	92.8870	700804483	678473	99.9033	0.0967
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	755200271	701482956	92.8870	700804483	678473	99.9033	0.0967

Public- Non- Institutions	Remote E-Voting	80311280	159329	0.1984	154013	5316	96.6635	3.3365
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	80311280	159520	0.1986	154189	5331	96.6581	3.3419
Total		2694936950	2561067875	95.0326	2560384071	683804	99.9733	0.0267

2. Re-appointment of Mr. Harjeet Singh Kohli (DIN:07575784) 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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	449540263	252781150	64.0078	35.9922
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	755200271	702321413	92.9980	449540263	252781150	64.0078	35.9922
Public-Non-Institutions	Remote E-Voting	80311280	158953	0.1979	146868	12085	92.3971	7.6029
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	80311280	159144	0.1982	147044	12100	92.3968	7.6032
Total		2694936950	2561905956	95.0637	2309112706	252793250	90.1326	9.8674

3. Re-appointment of Mr. Randeep Singh Sekhon (DIN: 08306391) 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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		1859425399	1859425399	100.0000	1859425399	0	100.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	466850055	235471358	66.4724	33.5276
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		755200271	702321413	92.9980	466850055	235471358	66.4724
Public-Non-Institutions	Remote E-Voting	80311280	158854	0.1978	147404	11450	92.7921	7.2079
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		80311280	159045	0.1980	147580	11465	92.7913
Total		2694936950	2561905857	95.0637	2326423034	235482823	90.8083	9.1917

4. Re-appointment of Mr. Ravinder Takkar (DIN: 01719511) 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	% 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)]*	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100

				100				
Promoter and Promoter Group	Remote E-Voting	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	1859425399	1859425399	100.0000	1859425399	0	100.0000	0.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	448282327	254039086	63.8287	36.1713
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	755200271	702321413	92.9980	448282327	254039086	63.8287	36.1713
Public-Non-Institutions	Remote E-Voting	80311280	158868	0.1978	145807	13061	91.7787	8.2213
	E-Voting at AGM		191	0.0002	26	165	13.6126	86.3874
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	80311280	159059	0.1981	145833	13226	91.6848	8.3152
Total	2694936950	2561905871	95.0637	2307853559	254052312	90.0835	9.9165	

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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	0	0.0000	0	0	0	0
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	1859425399	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	702321413	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0

	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	755200271	702321413	92.9980	702321413	0	100.0000	0.0000
Public-Non-Institutions	Remote E-Voting	80311280	159086	0.1981	148400	10686	93.2829	6.7171
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		80311280	159277	0.1983	148576	10701	93.2815
Total		2694936950	702480690	26.0667	702469989	10701	99.9985	0.0015

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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	0	0.0000	0	0	0	0
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		1859425399	0	0.0000	0	0	0.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	702321413	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		755200271	702321413	92.9980	702321413	0	100.0000
Public-Non-Institutions	Remote E-Voting	80311280	158878	0.1978	147681	11197	92.9525	7.0475
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total		80311280	159069	0.1981	147857	11212	92.9515

Total	2694936950	702480482	26.0667	702469270	11212	99.9984	0.0016
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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	% 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
Promoter and Promoter Group	Remote E-Voting	1859425399	0	0.0000	0	0	0	0
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	1859425399	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote E-Voting	755200271	702321413	92.9980	702321413	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0	0
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	755200271	702321413	92.9980	702321413	0	100.0000	0.0000
Public-Non-Institutions	Remote E-Voting	80311280	159189	0.1982	146419	12770	91.9781	8.0219
	E-Voting at AGM		191	0.0002	176	15	92.1466	7.8534
	Postal Ballot (Not applicable)		0	0.0000	0	0	0	0
	Total	80311280	159380	0.1985	146595	12785	91.9783	8.0217
Total	2694936950	702480793	26.0667	702468008	12785	99.9982	0.0018	

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 6,56,335 (Six Lakh Fifty Six Thousand Three Hundred and Thirty 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 1,266 (One Thousand Two Hundred Sixty Six) 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.

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

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, 4th Floor,
DLF Cyber City Gurugram
Haryana 122002, India

Subject: Consolidated scrutinizer report on remote e-voting and e-voting during the 17th Annual General Meeting by the members of Indus Towers Limited held on Thursday, August 31, 2023 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 Wednesday, April 26, 2023 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 August 07, 2023 ("**Notice**") of the 17th Annual General Meeting ("**AGM**") held on Thursday, August 31, 2023 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 Nos. 11/2022 dated December 28, 2022, 03/2022 dated May 05, 2022, 20/2020 dated May 5, 2020, 17/ 2020 dated April 13, 2020 and 14/ 2020 dated April 8, 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 17th 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.



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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 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("**SEBI Circulars**"), the Company has sent the Notice along with the Integrated Report and Annual Accounts for the financial year 2022-23 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 the Friday, August 04, 2023.

The Company had also published an advertisement on Thursday, August 10, 2023, 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 17th AGM to the members of the Company. The **Remote e-voting period commenced on Monday, August 28, 2023 at 09:00 A.M. (IST) and ended on Wednesday, August 30, 2023 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 24, 2023** 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 24, 2023 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) fully paid-up equity shares of the face value of Rs. 10/- (Rupees Ten Only) each.



CL & Associates, Company Secretaries

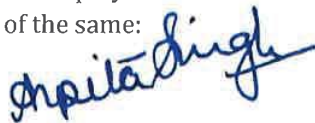
D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India

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

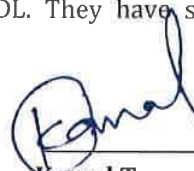
As per Section 47 of the Companies Act, 2013, every member of a Company limited by shares and holding equity share capital therein, shall have a right to vote on every resolution placed before the Company and his voting right on a poll shall be in proportion to his share in the paid-up equity share capital 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 6,56,335 Six Lakh Fifty Six Thousand Three Hundred and Thirty 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 1,266 (One Thousand Two Hundred Sixty Six) 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 17th AGM of the Company held through VC/ OAVM, on Thursday, August 31, 2023, 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 31, 2023 after the conclusion of AGM in the presence of two witnesses, Arpita Singh and Kamal Tanwar, who are not in the employment of the Company and/ or NSDL. They have signed below in confirmation of the same:



Arpita Singh



Kamal Tanwar

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.



CL & Associates, Company Secretaries

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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, 2023

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	2,56,03,83,895	176	2,56,03,84,071	99.9733
Dissent	6,83,789	15	6,83,804	0.0267

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. Harjeet Singh Kohli (DIN:07575784) 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	2,30,91,12,530	176	2,30,91,12,706	90.1326
Dissent	25,27,93,235	15	25,27,93,250	9.8674

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. Randeep Singh Sekhon (DIN: 08306391) 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	2,32,64,22,858	176	2,32,64,23,034	90.8083
Dissent	23,54,82,808	15	23,54,82,823	9.1917

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**.



CL & Associates, Company Secretaries

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Resolution No. 4 - Re-appointment of Mr. Ravinder Takkar (DIN: 01719511) 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	2,30,78,53,533	26	2,30,78,53,559	90.0835
Dissent	25,40,52,147	165	25,40,52,312	9.9165

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:

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	70,24,69,813	176	70,24,69,989	99.9985
Dissent	10,686	15	10,701	0.0015

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:

Ordinary Resolution				
Particulars	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	70,24,69,094	176	70,24,69,270	99.9984
Dissent	11,197	15	11,212	0.0016

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	Number of Valid Votes			%
	Remote e-voting	E-voting at AGM	Total e-votes	
Assent	70,24,67,832	176	70,24,68,008	99.9982
Dissent	12,770	15	12,785	0.0018

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**.

12. Based on the aforesaid results, I report that all resolutions as set out in Item Nos. 1 to 7 of the Notice have been passed with requisite majority.
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 Chawla
Partner
Membership No. F9002
CP No. 15492
PR No. 1423/2021
UDIN: F009002E000912663



Countersigned by

NARAYAN AN KUMAR Digitally signed by
NARAYANAN KUMAR
Date: 2023.09.01
18:26:56 +05'30'

Narayanan Kumar
Chairman
Indus Towers Limited

Date: 01/09/2023

Place: New Delhi

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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	975	2,56,10,67,684	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	975	2,56,10,67,684	100.0
d) Votes with Assent	937	2,56,03,83,895	99.9733
e) Votes with Dissent	38	6,83,789	0.0267

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534



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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	971	2,56,19,05,765	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	971	2,56,19,05,765	100.0
d) Votes with Assent	713	2,30,91,12,530	90.1326
e) Votes with Dissent	258	25,27,93,235	9.86739

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534



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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	971	2,56,19,05,666	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	971	2,56,19,05,666	100.0
d) Votes with Assent	733	2,32,64,22,858	0.90808
e) Votes with Dissent	238	23,54,82,808	9.1917

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534



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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	971	2,56,19,05,680	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	971	2,56,19,05,680	100.0
d) Votes with Assent	701	2,30,78,53,533	0.90083
e) Votes with Dissent	270	25,40,52,147	9.91653

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	9	26	13.6126
e) Votes with Dissent	7	165	86.3874



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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	957	70,24,80,499	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	957	70,24,80,499	100.0
d) Votes with Assent	915	70,24,69,813	0.99998
e) Votes with Dissent	42	10,686	0.00152

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534



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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	957	70,24,80,291	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	957	70,24,80,291	100.0
d) Votes with Assent	913	70,24,69,094	0.99998
e) Votes with Dissent	44	11,197	0.00159

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534



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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	958	70,24,80,602	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	958	70,24,80,602	100.0
d) Votes with Assent	908	70,24,67,832	0.99998
e) Votes with Dissent	50	12,770	0.00182

VOTING THROUGH E-VOTING AT THE AGM:

Particulars	No. of Members Voted	No. of e-Votes	Percentage
a) Total Votes received	16	191	100.0
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	16	191	100.0
d) Votes with Assent	10	176	92.1466
e) Votes with Dissent	6	15	7.8534

