



February 07, 2019

The 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: Bharti Infratel Limited (534816/ INFRATEL)

Sub: Scrutinizer's Report on Tribunal convened meetings of Equity Shareholders and Unsecured Creditors of Bharti Infratel Limited convened and held on Saturday, February 02, 2019

Dear Sir/Madam,

Further to our intimation dated February 4, 2019, we are enclosing herewith the Scrutinizer's Report on Tribunal convened meetings of Equity Shareholders and Unsecured Creditors of Bharti Infratel Limited convened and held on Saturday, February 02, 2019 for approval of the Scheme of amalgamation and arrangement between Indus Towers Limited ('**Transferor Company**') and Bharti Infratel Limited ('**Transferee Company**') and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Bharti Infratel Limited



Samridhi Rodhe
Company Secretary

Encl: As above

Annexure A x-1

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Ankush K Sood & Co
Company Secretaries
369, Sector 16, Panchkula
94170 44369, 0172-2566369

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To,

1. **Mr. Vikas Bahl**, Senior Advocate
Chairperson appointed by the National Company Law Tribunal, Chandigarh Bench at Chandigarh
2. **Mr. Siddharth Mittal**, Advocate
Alternate Chairperson appointed by the National Company Law Tribunal Chandigarh Bench at Chandigarh

Subject: Tribunal convened meeting of the unsecured creditors of Bharti Infratel Limited, pursuant to the order dated December 17, 2018 under Section 230(1) of the Companies Act, 2013 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 read with an order dated December 24, 2018 in Company Application No. 624/2018 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 held at the Victoria Hall, The Bristol Hotel, DLF Phase - 1, Gurugram - 122002, Haryana on Saturday, February 2, 2019 at 12:00 Noon

Respected Sirs,

I, Ankush K Sood, Company Secretary in whole time practice (Membership No. FCS 4618, CP 7667), have been appointed as the Scrutinizer by the National Company Law Tribunal, Chandigarh Bench at Chandigarh ("NCLT") pursuant to its order dated December 17, 2018 read along with the order dated December 24, 2018 (together referred to as the "Orders") for the purpose of conducting and scrutinizing the voting process in a fair and transparent manner at the meeting of the unsecured creditors of Bharti Infratel Limited (the "Transferee Company") held on Saturday, February 2, 2019 at 12.00 Noon at Victoria Hall, The Bristol Hotel, DLF Phase I, Gurugram -122002 Haryana (India), in terms of applicable provisions of Companies Act, 2013 ("Act") read with applicable rules made thereunder seeking approval of the unsecured creditors of the Transferee Company to the scheme of amalgamation and arrangement between Indus Towers Limited (the "Transferor Company"), the Transferee Company and their respective shareholders and creditors on the below mentioned resolution:

"RESOLVED THAT, pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act"), the applicable rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time

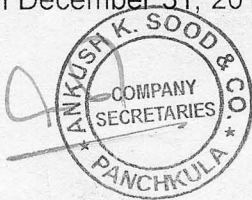


being in force) and subject to the provisions of the memorandum of association and the articles of association of Bharti Infratel Limited ("**Transferee Company**") and subject to the approval of the Chandigarh Bench of the Hon'ble National Company Law Tribunal at Chandigarh ("**Tribunal**") and subject to such other approvals, permissions and sanctions of any regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Transferee Company ("**Board**", which term shall be deemed to mean and include one or more committee(s) constituted / to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the scheme of amalgamation and arrangement between Indus Towers Limited and the Transferee Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Act ("**Scheme**") as enclosed to the notice of the Tribunal convened meeting of the unsecured creditors of the Transferee Company and placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to the preceding resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and / or imposed by the Tribunal while sanctioning the Scheme or by any authorities under applicable law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts of the Transferee Company as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

I do hereby submit my report as under:

- 01 That the Transferee Company completed the dispatch of the notice of the meeting to the unsecured creditors of the Transferee Company on December 31, 2018 along with the relevant annexures, attendance slip and proxy forms to 6,825 unsecured creditors, whose names appeared in the list of Chartered Accountants certificate, certifying the list of the unsecured creditors of the Transferee Company as on June 30, 2018 (Cutoff date). The Cutoff date was for the purpose of deciding the unsecured creditors entitled to vote through polling papers at the venue of the meeting on the resolution seeking their approval.
- 02 The Transferee Company jointly with the Transferor Company had published advertisement in relation to inter-alia the notice of the meeting in the Delhi NCR editions of the following English and Hindi newspapers, namely, "Business Standard" and "Hindustan", respectively on December 31, 2018 in compliance with the directions of the Orders.



03 The unsecured creditors of Transferee Company had an option to vote in person or by proxy or through authorized representatives in case unsecured creditor is a body corporate.

04 In terms of the directions contained in the Orders, "the quorum of the meeting of the unsecured creditors shall be in 300 and 25% of the total unsecured debt, as the case may be". Further, it was directed that if the required quorum for the meeting was not present at the commencement of the meeting, then the meeting shall be adjourned by 30 minutes and thereafter the persons present and voting shall be deemed to constitute the quorum. Further, for the purposes of computing the quorum, the valid proxies shall also be considered, if the proxy in the prescribed form, duly signed and stamped or authenticated by the person entitled to attend and vote at the meeting, was filed with the registered office of the Transferee Company at least 48 hours before the meeting.

05 The chairperson commenced the meeting at 12.00 noon (the appointed time). However, due to absence of the requisite quorum, the meeting was adjourned by 30 minutes in terms of the Orders and thereafter the meeting was reconvened at 12.30 PM.

06 After the time fixed for closing of the poll by the chairperson, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

07 The locked ballot box was subsequently opened in my presence and in presence of following two witnesses:

- (i) Mr. Ramandeep Singh S/o Mr. Sukhbir Singh R/o A-9/2, Vasant Vihar, New Delhi- 110057
- (ii) Mr. Siddharth Mittal S/o Mr. Satish Kumar Mittal R/o O-27A, LGF, Jungpura Extn., New Delhi -110014

and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Transferee Company and the authorizations/ proxies lodged with the Transferee Company.

08 The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

09 The result of the poll is as under:

A. Details of Total Votes

Particulars	No. of Ballot Papers
Total Unsecured Creditors who voted in person or through authorized representatives or through proxies	101
Valid votes	99
Invalid votes	2



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B. Details of Valid votes

Particulars	No. of Ballot Papers	Value of Votes (unsecured debt- amount in Rupees)	% of total number of valid votes
Total valid votes	99	4,30,83,27,603	100%
Votes in favour of the Resolution	99	4,30,83,27,603	100%
Votes Against the Resolution	0	0	-

Accordingly, the proposed resolution approving the Scheme has been approved at the said meeting.

10. The polling papers and all other relevant records were sealed and handed over to the Company Secretary of the Transferee Company after conclusion of the Tribunal convened meeting.

Thanking you,

Yours faithfully,



Scrutinizer

Ankush K Sood
Practicing Company Secretary
M NO FCS 4618
CP 7667

Countersigned

Vikas Bahl
Chairperson appointed for the NCLT-convened meeting

Place: Gurugram
Dated: February 2, 2019

NEW
Annexure A-1

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Ankush K. Sood & Co

Company Secretaries

369, Sector 16, Panchkula
94170 44369, 0172-2566369

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act 2013 and Rule 21(2) of the Companies (Management and Administration) Rules 2014)

To,

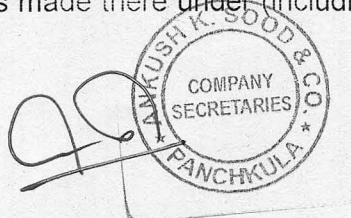
1. **Mr. Vikas Bahl**, Senior Advocate
Chairperson appointed by the Hon'ble National Company Law Tribunal, Chandigarh Bench at Chandigarh
2. **Mr. Siddharth Mittal**, Advocate
Alternate Chairperson appointed by the Hon'ble National Company Law Tribunal Chandigarh Bench at Chandigarh

Subject: Tribunal convened meeting of the Equity Shareholders of Bharti Infratel Limited, pursuant to the order dated December 17, 2018 under Section 230(1) of the Companies Act, 2013 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 read with an order dated December 24, 2018 in Company Application No. 624/2018 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 held at the Victoria Hall, The Bristol Hotel, DLF Phase - 1, Gurugram - 122002, Haryana on Saturday, February 2, 2019 at 2:30 P.M.

Respected Sirs,

I, Ankush K Sood, Company Secretary in whole time practice (Membership No. FCS 4618, CP 7667), have been appointed as the Scrutinizer by the Hon'ble National Company Law Tribunal, Chandigarh Bench at Chandigarh ("NCLT") pursuant to its order dated December 17, 2018 read along with the order dated December 24, 2018 (together referred to as the "Orders") for the purpose of conducting and scrutinizing the voting process in a fair and transparent manner through postal ballot, e-voting and at the meeting of the equity shareholders of Bharti Infratel Limited (the "Transferee Company") (including public shareholders) held on Saturday, February 2, 2019 at 2.30 P.M. at the Victoria Hall, The Bristol Hotel, DLF Phase I, Gurugram-122002, Haryana (India), in terms of applicable provisions of Companies Act, 2013 ("Act") read with applicable rules made there under and other applicable laws (including the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations")), seeking approval of the equity shareholders of the Transferee Company to the scheme of amalgamation and arrangement between Indus Towers Limited (the "Transferor Company"), the Transferee Company and their respective shareholders and creditors on the below mentioned resolution:

"RESOLVED THAT, pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") read with Section 188 of the Act, the applicable rules, circulars and notifications made there under (including any statutory modification(s) or re-



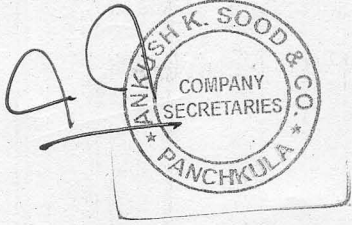
enactment(s) thereof for the time being in force), the provisions of Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters, both dated July 24, 2018, issued by BSE Limited and the National Stock Exchange of India Limited, and subject to the provisions of the memorandum of association and the articles of association of Bharti Infratel Limited ("**Transferee Company**") and subject to the approval of the Chandigarh Bench of the Hon'ble National Company Law Tribunal at Chandigarh ("**Tribunal**") and subject to such other approvals, permissions and sanctions of any regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the board of directors of the Transferee Company ("**Board**", which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the scheme of amalgamation and arrangement between Indus Towers Limited and the Transferee Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Act ("**Scheme**") as enclosed to the notice of the Tribunal convened meeting of the equity shareholders of the Transferee Company and placed before this meeting, be and is hereby approved.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to the preceding resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/ or conditions, if any, which may be required and/ or imposed by the Tribunal while sanctioning the Scheme or by any authorities under applicable law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/ or making such adjustments in the books of accounts of the Transferee Company as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

I do hereby submit my report as under:

01 That the Transferee Company completed the dispatch of the notice of the meeting to the equity shareholders of the Transferee Company on December 31, 2018 along with the relevant annexures, attendance slip, the postal ballot form, proxy forms and other documents, through registered post to all those equity shareholders who had not registered their email ids with the Transferee Company at their last known addresses, as available with the Transferee Company and/ or depository participants (i.e. 6,481 out of 39,985 equity shareholders as on August 3, 2018) and electronically by email to those equity shareholders who had registered their email ids with the Transferee Company and/ or depository participants (i.e. 33,504 out of 39,985 equity shareholders as on August 3, 2018), whose names appeared in the list of Chartered Accountants certificate, certifying the list of equity shareholders of the Transferee Company as on August 3, 2018 ("**Cutoff date**") ;

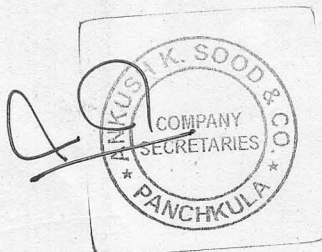
02 The equity shareholders of the Transferee Company holding equity shares as on Cutoff date were entitled to vote on the resolution as contained in the notice of the meeting



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(through postal ballot or e-voting or polling paper at the venue of the meeting). The total paid-up equity share capital of the Transferee Company as on Cutoff date was Rs.18,49,60,82,460/- divided into 1,84,96,08,246 equity shares of Rs. 10 each;

- 03 The Transferee Company jointly with the Transferor Company had published advertisement in relation to inter-alia the notice of the meeting in the Delhi NCR editions of the following English and Hindi newspapers, namely, "Business Standard" and "Hindustan", respectively on December 31, 2018 in compliance with the directions of the Orders;
- 04 The Transferee Company had provided the equity shareholders with the facility of casting their vote by way of postal ballot or by way of e-voting using facility through Karvy Fintech Private Limited ("Karvy") and voting by way of polling papers at the meeting for the shareholders attending the meeting (in person or by proxy or through authorised representatives) and who have not cast their vote by postal ballot or e-voting;
- 05 The postal ballot and e-voting in connection with the resolution proposed in the notice of the meeting commenced on Thursday, January 3, 2019 at 9:00 A.M. and ended on Friday, February 1, 2019 at 5:00 P.M. and the Karvy e-voting platform was disabled thereafter;
- 06 In terms of the directions contained in the Orders, "*the quorum of the meeting of the equity shareholders shall be in 400 and 25% of the value of the shareholding, as the case may be*". Further, it was directed that if the required quorum for the meeting was not present at the commencement of the meeting, then the meeting shall be adjourned by 30 minutes and thereafter the persons present and voting shall be deemed to constitute the quorum. Further, for the purposes of computing the quorum, the valid proxies shall also be considered, if the proxy in the prescribed form, duly signed and stamped or authenticated by the person entitled to attend and vote at the meeting, was filed with the registered office of the Transferee Company at least 48 hours before the meeting.
- 07 The chairperson commenced the meeting at 2.30 P.M. (the appointed time). However, due to absence of the requisite quorum, the meeting was adjourned by 30 minutes in terms of the Orders and thereafter the meeting was reconvened at 3.00 P.M.;
- 08 After the time fixed for closing of the poll by the chairperson, one ballot box kept for polling was locked in my presence with due identification marks placed by me;
- 09 The locked ballot box was subsequently opened in my presence and in presence of following two witnesses:
- (i) Mr. Ramandeep Singh S/o Mr. Sukhbir Singh R/o A-9/2, Vasant Vihar, New Delhi- 110057



- (ii) Mr. Siddharth Mittal S/o Mr. Satish Kumar Mittal R/o O-27A, LGF, Jungpura Extn., New Delhi -110014

and the poll papers were diligently scrutinized. The votes received through postal ballot forms were also diligently scrutinized. The poll papers and postal ballot forms were reconciled with the records maintained by the Transferee Company and the authorizations/ proxies lodged with the Transferee Company;

10 Thereafter, the votes cast through e-voting were unblocked by me after completion of the meeting in the presence of following two witnesses:

- (i) Mr. Ramandeep Singh S/o Mr. Sukhbir Singh R/o A-9/2, Vasant Vihar, New Delhi- 110057
- (ii) Mr. Siddharth Mittal S/o Mr. Satish Kumar Mittal R/o O-27A, LGF, Jungpura Extn., New Delhi -110014

11 The poll papers and postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately;

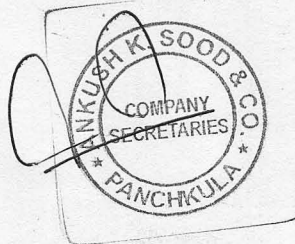
12 Total issued share capital of the Company includes 50 shares which are lying in the Bharti Infratel Limited- unclaimed suspense a/c of which voting rights are frozen till the rightful owners claim these shares pursuant to Regulation 34 Schedule V (F)(e) Listing Regulations, 2015 and 714,240 shares held by Bharti Infratel Employees' Welfare Trust (ESOP Trust) to be treated as "Non Promoter Non-Public holding as per Regulation 9, Chapter II of SEBI (Share Based Employee Benefits) Regulations, 2014 of which voting rights are not exercised.

13 The summary of the votes cast on the resolution is as under:

- a. Consolidated details of votes cast by shareholders of Transferee Company (including promoters):

Particulars	No. of valid votes			Total	Percentage
	Poll at the Meeting	E-voting	Postal Ballot		
For	1,396	1,66,04,72,136	6,934	1,66,04,80,466	98.67%
Against	5	22,403,142	-	2,24,03,147	1.33%
Total	1,401	1,68,28,75,278	6,934	1,68,28,83,613	100%

Note: The above does not include the invalid votes, abstained and less voted.



- b. Details of votes cast by public shareholders of the Transferee Company (i.e., excluding promoters) to comply with the requirements of SEBI circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017

Particulars	No. of valid votes			Total	Percentage
	Poll at the Meeting	E-voting	Postal Ballot		
For	1,396	67,06,91,157	6,934	67,06,99,487	96.77%
Against	5	2,24,03,142	-	2,24,03,147	3.23%
Total	1,401	69,30,94,299	6,934	69,31,02,634	100%

Note: The above does not include the invalid votes, abstained and less voted.

- c. Details of votes cast by unrelated parties of the Transferee Company to comply with requirements under Regulation 23 of the SEBI Listing Regulations dealing with approval of related party transactions:

Particulars	No. of valid votes			Total	Percentage
	Poll at the Meeting	E-voting	Postal Ballot		
For	1,396	66,86,66,678	6,934	66,86,75,008	96.76%
Against	5	2,24,03,142	-	2,24,03,147	3.24%
Total	1,401	69,10,69,820	6,934	69,10,78,155	100%

Note: The above does not include the invalid votes, abstained and less voted.

Details of poll at the meeting, e-voting and postal ballot under the aforesaid three subheads are separately given in Annexure A.

Accordingly, the proposed resolution approving the Scheme and matters incidental has been approved at the meeting.

- 14 The polling papers, all other documents and all other relevant records were handed over to the Company Secretary of the Transferee Company after conclusion of the Tribunal convened meeting.

Thanking you,
Yours faithfully,

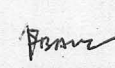


Ankush K Sood
Practicing Company Secretary
M NO FCS 4618
CP 7667

Place: Chandigarh
Dated: February 4, 2019

Encl.: Annexure A

Counter signed


Vikas Bahl
Chairperson appointed for the NCLT-convened meeting

Annexure 'A' forms integral part of Report of Scrutinizer on Tribunal convened meeting of the Equity Shareholders of Bharti Infratel Limited, pursuant to the order dated December 17, 2018 under Section 230(1) of the Companies Act, 2013 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 read with an order dated December 24, 2018 in Company Application No. 624/2018 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 held at the Victoria Hall, The Bristol Hotel, DLF Phase – 1, Gurugram – 122002, Haryana on Saturday, February 2, 2019 at 2:30 P.M.

a. Details of votes cast by shareholders of Transferee Company (including promoters):

i. Voting through Poll Papers at the Meeting

Particulars	No. of voters	No. of equity shares
a. Total votes received	113	5,88,83,702
b. Less: Not considered	3	10
c. Less: Invalid votes	21	5,88,82,291
d. Net valid votes	89	1,401
e. Votes with assent	88	1,396
f. Votes with dissent	1	5

Out of the total 113 polling papers:

- 3 were not considered due to physical transfer executed and they were not shareholders on cut-off date
- 21 were considered invalid as the voting for the 21 folios was done through e-voting and the same has been considered there.

ii. Voting through e-voting

Particulars	No. of voters	No. of equity shares
a. Shareholders who logged in for e-voting	569	1,68,53,54,059
b. Less: Shareholders who abstained from e-voting	4	2,73,106
c. Less: shareholders voted for lesser value of shares	-	22,05,675
d. Less: Invalid votes	0	0
e. Add: shareholders who voted both for and against the resolution	2	-
f. Net valid votes	567	1,68,28,75,278
g. Votes with assent	554	1,66,04,72,136
h. Votes with dissent	13	2,24,03,142

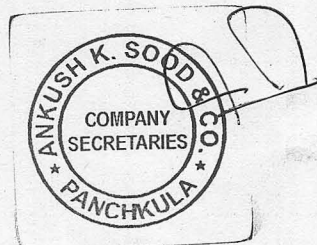
Total 5 shareholders have voted for lesser shareholding amounting to 22,05,675 shares

Total 2 shareholders have partially voted in favour and partially against the resolution

iii. Voting through Postal Ballot

Particulars	No. of voters	No. of equity shares
a. Total votes received	280	7,135
b. Less: Invalid votes	2	201
c. Net valid votes	278	6,934
d. Votes with assent	278	6,934
e. Votes with dissent	0	0

Total 2 votes were treated invalid, one on account electronic voting and the other because of no signature on postal ballot



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b. Details of votes cast by public shareholders of the Transferee Company (i.e., excluding promoters) to comply with the requirements of SEBI circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017:

i. Voting through Poll Papers at the Meeting

Particulars	No. of voters	No. of equity shares
a. Total votes received	113	5,88,83,702
b. Less: Not considered	3	10
c. Less: Invalid votes	21	5,88,82,291
d. Net valid votes	89	1,401
e. Votes with assent	88	1,396
f. Votes with dissent	1	5

Out of the total 113 polling papers:

- a. 3 were not considered due to physical transfer executed and they were not shareholders on cut-off date
- b. 21 were considered invalid as the voting for the 21 folios was done through e-voting and the same has been considered there.

ii. Voting through e-voting

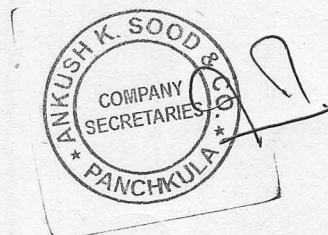
Particulars	No. of voters	No. of equity shares
a. Shareholders who logged in for e voting	567	69,55,73,080
b. Less: Shareholders who abstained from e-voting	4	2,73,106
c. Less: shareholders voted for lesser value of shares	-	22,05,675
d. Less: Invalid votes	0	0
e. Add: shareholders who voted for and against the resolution	2	-
f. Net valid votes	565	69,30,94,299
g. Votes with assent	552	67,06,91,157
h. Votes with dissent	13	2,24,03,142

*Total 5 shareholders have voted for lesser shareholding amounting to 22,05,675 shares
Total 2 shareholders have partially voted in favour and partially against the resolution*

iii. Voting through Postal Ballot

Particulars	No. of voters	No. of equity shares
a. Total votes received	280	7,135
b. Less: Invalid votes	2	201
c. Net valid votes	278	6,934
d. Votes with assent	278	6,934
e. Votes with dissent	0	0

Total 2 votes were treated invalid, one on account electronic voting and the other because of no signature on postal ballot



c. Details of votes cast by unrelated parties of the Transferee Company to comply with requirements under Regulation 23 of the SEBI Listing Regulations dealing with the approval of related party transactions:

i. Voting through Poll Papers at the Meeting

Particulars	No. of voters	No. of equity shares
a. Total votes received	113	5,88,83,702
b. Less: Not considered	3	10
c. Less: Invalid votes	21	5,88,82,291
d. Net valid votes	89	1,401
e. Votes with assent	88	1,396
f. Votes with dissent	1	5

Out of the total 113 polling papers:

- a. 3 were not considered due to physical transfer executed and they were not shareholders on cut-off date
- b. 21 were considered invalid as the voting for the 21 folios was done through e-voting and the same has been considered there.

ii. Voting through e-voting

Particulars	No. of voters	No. of equity shares
a. Share holders who logged in for e-voting	564	69,35,48,601
b. Less: Shareholders who abstained from e-voting	4	2,73,106
c. Less: shareholders voted for lesser value of shares	-	22,05,675
d. Less: Invalid votes	0	0
e. Add: shareholders who voted for and against the resolution	2	-
f. Net valid votes	562	69,10,69,820
g. Votes with assent	549	66,86,66,678
h. Votes with dissent	13	2,24,03,142

Total 5 shareholders have voted for lesser shareholding amounting to 22,05,675 shares
Total 2 shareholders have partially voted in favour and partially against the resolution

iii. Voting through Postal Ballot

Particulars	No. of voters	No. of equity shares
a. Total votes received	280	7,135
b. Less: Invalid votes	2	201
c. Net valid votes	278	6,934
d. Votes with assent	278	6,934
e. Votes with dissent	0	0

Out of the total 113 polling papers, 21 were considered invalid as the voting for the 21 folios was done through e-voting and the same has been considered there.

