



August 29, 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.: **Proceedings of the 18th Annual General Meeting ('AGM') of Indus Towers Limited ('the Company')**

Dear Sir/Ma'am,

Please find enclosed brief proceedings of the 18th AGM of the Company held today i.e. on Thursday, August 29, 2024.

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



Brief proceedings of the 18th Annual General Meeting
Indus Towers Limited

The 18th Annual General Meeting ('AGM') of the Members of Indus Towers Limited ('the Company') was held today i.e., on Thursday, August 29, 2024 at 03:30 P.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM'), in compliance with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and other applicable laws and regulations (including any statutory modifications or re-enactments thereof, for the time being in force).

Present through VC:

Directors:

1. Mr. Dinesh Kumar Mittal, Chairman and Independent Director - Corporate Office, Gurugram
2. Mr. Prachur Sah, Managing Director & CEO - Corporate Office, Gurugram
3. Ms. Anita Kapur, Independent Director and Chairperson of Audit & Risk Management Committee – New Delhi
4. Mr. Jagdish Saksena Deepak, Non-Executive Director – New Delhi
5. Mr. Ramesh Abhishek, Independent Director and Chairman of Stakeholders' Relationship Committee – New Delhi
6. Mr. Sharad Bhansali, Independent Director and Chairman of HR, Nomination & Remuneration Committee – New Delhi
7. Mr. Thomas Reisten, Non-Executive Director – United Kingdom

Company Secretary:

Ms. Samridhi Rodhe – Corporate Office, Gurugram

In Attendance:

- a. Mr. Vikas Poddar, Chief Financial Officer – Corporate Office, Gurugram
- b. Mr. Harish Chawla, M/s CL & Associates, Scrutinizer – Gurugram
- c. Mr. Anup Sharma, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors - Dubai
- d. Mr. Ravi Kant Choudhary, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors – New Delhi
- e. Mr. Rupesh Agarwal, M/s. Chandrasekaran Associates, Company Secretaries, Secretarial Auditor - New Delhi

Indus Towers Limited

Members Present:

161 Members attended through VC.

In terms of the provisions of Section 104 of the Companies Act, 2013 and Article 83 of Part I and Article 6 of Part II of the Articles of Association of the Company, Mr. Dinesh Kumar Mittal, Chairman of the Board, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman informed the Members that the meeting was being held through VC in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. He also informed that the Company has provided live webcast facility for the Members to view the live proceedings of the AGM. He introduced the members of the Board and other officials present at the AGM.

Thereafter, the Company Secretary informed that the Company has provided facility to the Members to participate in the 18th AGM of the Company through the VC and has engaged National Securities Depository Limited ('NSDL') for said purpose. It was further informed that the Company had provided to the Members the facility to cast their votes by electronic means through remote e-voting, in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, on all resolutions set forth in the Notice of AGM. The Members who joined the AGM through VC and who had not cast their votes through remote e-voting were provided an opportunity to cast their votes through e-voting facility provided at the AGM.

The Chairman delivered his speech followed by a presentation on financial and operational performance of the Company by Mr. Prachur Sah, Managing Director & CEO. The presentation is enclosed and will also be made available on the website of the Company at www.industowers.com.

Thereafter, the Chairman mentioned that the Notice convening the 18th AGM, Boards' Report and the Financial Statements along with Auditors' Report for the Financial Year ended March 31, 2024 had been sent through electronic mode to the Members. Accordingly, the Notice, Board Report and the Auditors' Report were taken as read. There was no qualification, observation, adverse remark or disclaimer in the Auditors' Report on Standalone and Consolidated Financial Statements and the Secretarial Audit Report for the Financial Year 2023-24.

The floor was opened to ask questions or express views for those members who had registered themselves as speakers. Clarifications were provided to the queries raised by the Members.

The following items of business, as per the Notice of AGM dated July 30, 2024, were put to vote through remote e-voting and e-voting at the AGM:

Ordinary Business:

1. To receive, consider and adopt the standalone and consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024.
2. Re-appointment of Mr. Sunil Sood (DIN:03132202) as a Director liable to retire by rotation.

Indus Towers Limited

3. Re-appointment of Mr. Rajan Bharti Mittal (DIN: 00028016) as a Director liable to retire by rotation.
4. Re-appointment of Mr. Gopal Vittal (DIN: 02291778) as a Director liable to retire by rotation.

Special Business:

5. To approve Material Related Party Transaction(s) with Bharti Airtel Limited.
6. To approve Material Related Party Transaction(s) with Bharti Hexacom Limited.
7. To approve Material Related Party Transaction(s) with Vodafone Idea Limited.
8. Appointment of Mr. Jagdish Saksena Deepak (DIN: 02194470) as a Director liable to retire by rotation

The e-voting facility was made available during the course of AGM and continued till 15 minutes after the conclusion of AGM.

Mr. Harish Chawla (FCS 9002, C P No. 15492), Partner of M/s CL & Associates, Company Secretaries, was appointed as the Scrutinizer to supervise the remote e-voting and e-voting at AGM process.

The Chairman mentioned that the results along with the Consolidated Scrutinizer's Report on remote e-voting and e-voting at AGM shall be informed to the Stock Exchange(s) and also be placed on the website of the Company and NSDL in accordance with applicable law.

Thereafter, the Chairman concluded the meeting and allowed 15 minutes for e-voting post conclusion.

Pursuant to Regulation 44 of the Listing Regulations, the voting results on all the resolutions as set out in the Notice of AGM will be communicated to the Stock Exchange(s) subsequent to the receipt of Consolidated Scrutiniser's Report on remote e-voting and e-voting at the AGM. Voting results will be declared within the prescribed time.

This is for your information and record.

Thanking you,

Yours faithfully,

For **Indus Towers Limited**

Samridhi Rodhe
Company Secretary & Compliance Officer

Indus Towers Limited