



February 02, 2026

**National Stock Exchange of India Limited**

Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400051, India  
Symbol: BHARTIARTL/ AIRTELPP

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400001, India  
Scrip Code: 532454/ 890157

**Sub.: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Outcome and Voting Results w.r.t. Postal Ballot dated December 18, 2025**

Dear Sir/ Ma'am,

This is in furtherance to our communications dated January 02, 2026 and January 03, 2026 with regard to Postal Ballot seeking approval of members of the Company in respect of the following resolutions/ proposals by way of remote e-voting only:

1. Appointment of Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company for a period of 5 (five) years from January 01, 2026 to December 31, 2030, liable to retire by rotation (Ordinary Resolution).
2. Approval of remuneration of Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company for a period of 5 (five) years from January 01, 2026 to December 31, 2030 (Ordinary Resolution).
3. Appointment of Gopal Vittal as Executive Vice Chairman of the Company for a period of 5 (five) years from January 01, 2026 to December 31, 2030, liable to retire by rotation (Ordinary Resolution).
4. Approval of remuneration of Gopal Vittal as Executive Vice Chairman of the Company for a period of 5 (five) years from January 01, 2026 to December 31, 2030 (Ordinary Resolution).
5. Appointment of Dinesh Kumar Khara as an Independent Director of the Company for a period of 5 (five) years from November 03, 2025 to November 02, 2030 (Special Resolution).
6. Amendment in the Object Clause of the Memorandum of Association of the Company (Special Resolution).
7. Amendment in the Articles of Association of the Company (Special Resolution).

**Bharti Airtel Limited**  
(a Bharti Enterprise)

Regd. Office: Airtel Center, Plot No. 16, Udyog Vihar, Phase-IV, Gurugram - 122015, India  
Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110070, India  
T.: +91-124-4222222, F.: +91-124-4248063, Email: [compliance.officer@bharti.in](mailto:compliance.officer@bharti.in), Website: [www.airtel.in](http://www.airtel.in)  
CIN: L74899HR1995PLC095967





In this regard, please find enclosed herewith the following:

- a) Voting results as required under Regulation 44 of the SEBI Listing Regulations, as **Annexure-A**; and
- b) Scrutinizer's Report dated February 02, 2026 pursuant to Section 108 of the Companies Act, 2013 and relevant rules made thereunder, as **Annexure-B**.

The aforesaid voting results along with Scrutinizer's Report, are also available on the Company's website viz. <https://www.airtel.in/about-bharti/equity/support-and-communication/shareholders-communication> and on the website of KFin Technologies Limited viz. <https://evoting.kfintech.com/public/Downloads.aspx>.

We are pleased to inform that all the abovementioned resolutions/ proposals have been approved by members of the Company and are deemed to have been passed/ approved on the last date of remote e-voting, i.e., on February 01, 2026.

The required details in respect of the aforesaid matters under SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (amended vide SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/II/3762/2026 dated January 30, 2026) and other applicable circulars/ guidelines issued thereunder, had been submitted by the Company to stock exchanges vide its intimations dated November 03, 2025 and December 18, 2025. These intimations are available on the Company's website at <https://www.airtel.in/about-bharti/equity/shares/stock-exchange-submissions>.

We request you to take the same on record.

Thanking you,  
Sincerely yours

For **Bharti Airtel Limited**

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



**Encl.: As above**

**Bharti Airtel Limited**

<b>Voting Results of Postal Ballot conducted by way of remote e-voting only</b>	
<b>Details of Postal Ballot e-voting as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>	
<b>Date of the <del>AGM/EGM</del>/ Closure of e-voting (in case of Postal Ballot)</b>	February 1, 2026
<b>Total number of shareholders on record date i.e. December 27, 2025</b>	890,958
<b>No. of shareholders present in the meeting either in person or through Proxy:</b> - Promoters and Promoters Group: - Public:	Not applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> - Promoters and Promoters Group: - Public:	Not applicable



Item No.	1
Details of Agenda	To appoint Mr. Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,537,694,782	89.1271	2,521,541,721	16,153,061	99.3635	0.6365
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,537,694,782</b>	<b>89.1271</b>	<b>2,521,541,721</b>	<b>16,153,061</b>	<b>99.3635</b>	<b>0.6365</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,155,514	1.5208	2,110,907	44,607	97.9306	2.0694
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,155,514</b>	<b>1.5208</b>	<b>2,110,907</b>	<b>44,607</b>	<b>97.9306</b>	<b>2.0694</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,351,019,228</b>	<b>92.2561</b>	<b>5,334,821,560</b>	<b>16,197,668</b>	<b>99.6973</b>	<b>0.3027</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.



Item No.	2
Details of Agenda	To approve remuneration of Mr. Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,536,244,123	89.0762	2,512,538,588	23,705,535	99.0653	0.9347
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,536,244,123</b>	<b>89.0762</b>	<b>2,512,538,588</b>	<b>23,705,535</b>	<b>99.0653</b>	<b>0.9347</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,155,234	1.5206	2,108,730	46,504	97.8423	2.1577
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,155,234</b>	<b>1.5206</b>	<b>2,108,730</b>	<b>46,504</b>	<b>97.8423</b>	<b>2.1577</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,349,568,289</b>	<b>92.2311</b>	<b>5,325,816,250</b>	<b>23,752,039</b>	<b>99.5560</b>	<b>0.4440</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.



Item No.	3
Details of Agenda	To appoint Mr. Gopal Vittal as Executive Vice Chairman of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,541,060,918	89.2453	2,504,628,949	36,431,969	98.5663	1.4337
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,541,060,918</b>	<b>89.2453</b>	<b>2,504,628,949</b>	<b>36,431,969</b>	<b>98.5663</b>	<b>1.4337</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,155,574	1.5209	2,113,909	41,665	98.0671	1.9329
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,155,574</b>	<b>1.5209</b>	<b>2,113,909</b>	<b>41,665</b>	<b>98.0671</b>	<b>1.9329</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,354,385,424</b>	<b>92.3142</b>	<b>5,317,911,790</b>	<b>36,473,634</b>	<b>99.3188</b>	<b>0.6812</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.



Item No.	4
Details of Agenda	To approve remuneration of Mr. Gopal Vittal as Executive Vice Chairman of the Company
Resolution Required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6) = [(4)/(2)]*100	% of votes - in Against (7) = [(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,536,244,123	89.0762	2,512,991,904	23,252,219	99.0832	0.9168
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,536,244,123</b>	<b>89.0762</b>	<b>2,512,991,904</b>	<b>23,252,219</b>	<b>99.0832</b>	<b>0.9168</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,152,455	1.5187	2,108,667	43,788	97.9657	2.0343
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,152,455</b>	<b>1.5187</b>	<b>2,108,667</b>	<b>43,788</b>	<b>97.9657</b>	<b>2.0343</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,349,565,510</b>	<b>92.2311</b>	<b>5,326,269,503</b>	<b>23,296,007</b>	<b>99.5645</b>	<b>0.4355</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.





Item No.	5
Details of Agenda	To appoint Mr. Dinesh Kumar Khara as an Independent Director of the Company
Resolution Required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,535,552,629	89.0519	2,518,345,711	17,206,918	99.3214	0.6786
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,535,552,629</b>	<b>89.0519</b>	<b>2,518,345,711</b>	<b>17,206,918</b>	<b>99.3214</b>	<b>0.6786</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,152,735	1.5189	2,110,401	42,334	98.0335	1.9665
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,152,735</b>	<b>1.5189</b>	<b>2,110,401</b>	<b>42,334</b>	<b>98.0335</b>	<b>1.9665</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,348,874,296</b>	<b>92.2192</b>	<b>5,331,625,044</b>	<b>17,249,252</b>	<b>99.6775</b>	<b>0.3225</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.





Item No.	6
Details of Agenda	To approve amendment in the Object Clause of the Memorandum of Association of the Company
Resolution Required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,541,988,569	89.2779	2,541,573,108	415,461	99.9837	0.0163
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,541,988,569</b>	<b>89.2779</b>	<b>2,541,573,108</b>	<b>415,461</b>	<b>99.9837</b>	<b>0.0163</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,152,694	1.5188	2,116,180	36,514	98.3038	1.6962
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,152,694</b>	<b>1.5188</b>	<b>2,116,180</b>	<b>36,514</b>	<b>98.3038</b>	<b>1.6962</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,355,310,195</b>	<b>92.3301</b>	<b>5,354,858,220</b>	<b>451,975</b>	<b>99.9916</b>	<b>0.0084</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.



Item No.	7
Details of Agenda	To approve amendment in the Articles of Association of the Company
Resolution Required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	2,811,168,932	2,811,168,932	100.0000	2,811,168,932	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,811,168,932</b>	<b>2,811,168,932</b>	<b>100.0000</b>	<b>2,811,168,932</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,847,275,430	2,541,988,569	89.2779	2,541,622,051	366,518	99.9856	0.0144
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>2,847,275,430</b>	<b>2,541,988,569</b>	<b>89.2779</b>	<b>2,541,622,051</b>	<b>366,518</b>	<b>99.9856</b>	<b>0.0144</b>
Public Non-Institutions	Remote e-voting	141,732,872	2,152,689	1.5188	2,114,407	38,282	98.2217	1.7783
	Poll		Not applicable					
	Postal Ballot (if applicable)		The Postal Ballot was conducted through remote e-voting only. Details captured in 'Remote e-voting' tab.					
	<b>Total</b>	<b>141,732,872</b>	<b>2,152,689</b>	<b>1.5188</b>	<b>2,114,407</b>	<b>38,282</b>	<b>98.2217</b>	<b>1.7783</b>
<b>GRAND TOTAL</b>		<b>5,800,177,234</b>	<b>5,355,310,190</b>	<b>92.3301</b>	<b>5,354,905,390</b>	<b>404,800</b>	<b>99.9924</b>	<b>0.0076</b>

**Note:** As on the Cut-off date i.e. December 27, 2025, the Company has 392,287,662 partly paid-up equity shares of the face value of Rs. 5 each and paid-up value of Rs. 1.25 per share (i.e. 25% of the face value). Accordingly, each partly paid-up equity share carries 1/4th voting rights. Therefore, (i) the abovementioned voting results in respect of partly paid-up equity shares represent proportional voting rights; and (ii) the number of shares stated above have been adjusted.



# CL & Associates, Company Secretaries

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## Scrutinizer's Report

**[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,  
**The Board of Directors**  
**Bharti Airtel Limited**  
(CIN: L74899HR1995PLC095967)  
Airtel Center, Plot No. 16, Udyog Vihar, Phase-IV,  
Gurugram - 122015, India

**Subject: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting in respect of the resolutions set-out in the Postal Ballot Notice dated December 18, 2025**

Dear Sirs and Ma'ams,

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 **Bharti Airtel Limited** (hereinafter to be referred as '**the Company**') at the meeting held on December 18, 2025 for the purpose of scrutinizing the Postal Ballot voting conducted by way of electronic voting process only ('**remote e-voting**') in a fair and transparent manner in respect of the resolutions contained in the Postal Ballot Notice dated December 18, 2025 ('**Notice**') in accordance with the provisions of Section 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('**Rules**').

I submit my report as under:

1. As per General Circular No. 03/2025 dated September 22, 2025, read with general circular nos. 20/2020 dated May 5, 2020, 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020 and other applicable circulars issued in this regard (collectively referred to as '**MCA Circulars**'), 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**') allowing the companies to hold general meetings/conduct the Postal Ballot process through remote e-voting only, the Company had sent the Notice on Friday, January 02, 2026 through electronic mode only to those Members whose e-mail addresses were registered with the Company/ Depository Participants/ Depositories/ Registrar & Share Transfer Agent of the Company and whose names were recorded in the Register of Members/ Beneficial owners of the Company as on the Cut-off date i.e. Saturday, December 27, 2025 ('**Cut-off date**').



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The Company published following advertisements in "Mint", an English Newspaper and "Hindustan", a vernacular (Hindi) newspaper in relation to the Postal Ballot as under:

- (a) Newspaper advertisements published on Friday, December 19, 2025 requesting the Members who have not registered their email addresses, to get the same registered by following the procedure mentioned therein, in terms of the MCA Circulars. In addition to the said advertisements, the Company had also sent a physical communication on January 02, 2026 along with Form ISR-1 to all the Members whose email addresses are not registered in the records.
  - (b) Newspaper advertisements published on Saturday, January 03, 2025 regarding completion of dispatch of Notice (through e-mail only) on Friday, January 02, 2026 and specifying therein the matters prescribed in the Rules with regard to remote e-voting.
2. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes were not dispatched to the Members. Accordingly, the communication of the assent or dissent of the Members had taken place through the remote e-voting system only.
  3. The Company had engaged KFin Technologies Limited ('KFin'), Registrar and Share Transfer Agent, ('RTA') as the service provider for extending the facility of remote e-voting to the Members of the Company. The remote e-voting period commenced on Saturday, January 03, 2026 at 09:00 A.M. (IST) and ended on Sunday, February 01, 2026, 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 resolutions 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 is restricted to make the Scrutinizer's Report of the votes cast in "Favour" or "Against" by the Members in respect of the resolutions contained in the Notice. My Report is based on verification of data and reports generated from the remote e-voting system provided by KFin (the Agency authorized under the Rules engaged by the Company to provide remote e-voting facility) and papers/ documents furnished to us electronically till the time fixed for closing of the remote e-voting process i.e., till Sunday, February 01, 2026, at 05:00 P.M (IST).
  6. The Members of the Company holding equity shares, as on the Cut-off Date i.e., Saturday, December 27, 2025, were entitled to vote on the proposed resolutions as set out in the Notice, through e- voting only.
  7. The total paid up Equity Share Capital of the Company as on the Cut-off Date i.e. Saturday, December 27, 2025 was Rs. 29,00,08,86,172.50/- (Rupees Two Thousand Nine Hundred Crore Eight Lakh Eighty-Six Thousand One Hundred Seventy Two and Fifty Paise only) divided into





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5,70,21,05,319 (Five Hundred Seventy Crore Twenty One Lakh Five Thousand Three Hundred Nineteen) fully paid-up equity shares of the face value of Rs. 5 (Rupees Five only) each and 39,22,87,662 (Thirty Nine Crore Twenty Two Lakh Eighty Seven Thousand Six Hundred and Sixty Two) partly paid-up equity shares of face value of Rs. 5.00/- (Rupees Five only) each with paid up value of Rs. 1.25/- (Rupee One and Twenty-Five Paise only) each.

8. 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. Accordingly, 39,22,87,662 (Thirty Nine Crore Twenty Two Lakh Eighty Seven Thousand Six Hundred and Sixty Two) partly paid-up equity shares represent 9,80,71,915 votes (any fractions are round off to lower number) based on their paid-up value.

The following table contains the details of number of equity shares and number of votes the equity shares carries based on their paid-up value:

Paid up per equity share (In Rs.)	No. of Shares	No. of Votes
5	5,70,21,05,319	5,70,21,05,319
1.25	39,22,87,662	9,80,71,915
<b>Total</b>	<b>6,09,43,92,981</b>	<b>5,80,01,77,234</b>

The total issued share capital of the Company includes 181 (One Hundred and Eighty One) partly paid-up shares which are lying in the suspense account, of which voting rights are frozen till rightful owners claim pursuant to Regulation 34 read with Schedule V(F)(e) of the Listing Regulations and 30,40,513 (Thirty Lakh Forty Thousand Five Hundred and Thirteen) equity shares held by Bharti Airtel 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 2,64,256 (Two Lakh Sixty Four Thousand Two Hundred Fifty 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) of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

9. The remote e-voting period commenced on Saturday, January 03, 2026 at 09:00 A.M. (IST) and ended on Sunday, February 01, 2026 at 05:00 P.M. (IST). The votes cast during the remote e-voting were unblocked by me on Sunday, February 01, 2026 after the conclusion of remote e-voting period for Postal Ballot and were witnessed by Ms. Kirti Arora and Ms. Arpita Singh, who are not in the employment of the Company and/or KFin. They have signed below in confirmation of the same:



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Witness - 1



Witness - 2

10. The remote e-voting was reconciled with records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization provided by the respective Members.
11. Thereafter, the details of Members, who voted in "favour" or "against" on the resolutions proposed, were prepared based on report generated from the remote e-voting website of KFin.
12. The summary of results of remote e-voting, is as under:

**Resolution No. 1 – To appoint Mr. Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company**

Ordinary Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,24,90,41,954	5,33,48,21,560	99.6973
	Partly Paid-up	8,57,79,606		
Dissent	Fully Paid-up	1,61,97,054	1,61,97,668	0.3027
	Partly Paid-up	614		

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 Appendix A.

**Resolution No. 2 – To approve remuneration of Mr. Shashwat Sharma as Managing Director & CEO (Airtel India) of the Company**

Ordinary Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,24,00,78,051	5,32,58,16,250	99.5560
	Partly Paid-up	8,57,38,199		
Dissent	Fully Paid-up	2,37,10,601	2,37,52,039	0.4440
	Partly Paid-up	41,438		





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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 **Appendix B**.

**Resolution No. 3** – To appoint Mr. Gopal Vittal as Executive Vice Chairman of the Company

Ordinary Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,23,21,37,102	5,31,79,11,790	99.3188
	Partly Paid-up	8,57,74,688		
Dissent	Fully Paid-up	3,64,68,102	3,64,73,634	0.6812
	Partly Paid-up	5,532		

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 **Appendix C**.

**Resolution No. 4** – To approve remuneration of Mr. Gopal Vittal as Executive Vice Chairman of the Company

Ordinary Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,24,05,31,305	5,32,62,69,503	99.5645
	Partly Paid-up	8,57,38,198		
Dissent	Fully Paid-up	2,32,54,568	2,32,96,007	0.4355
	Partly Paid-up	41,439		

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 **Appendix D**.





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**Resolution No. 5** – To appoint Mr. Dinesh Kumar Khara as an Independent Director of the Company

Special Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,24,59,02,871	5,33,16,25,044	99.6775
	Partly Paid-up	8,57,22,173		
Dissent	Fully Paid-up	1,72,48,635	1,72,49,252	0.3225
	Partly Paid-up	617		

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 **Appendix E**.

**Resolution No. 6** – To approve amendment in the Object Clause of the Memorandum of Association of the Company

Special Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,26,90,77,950	5,35,48,58,220	99.9916
	Partly Paid-up	8,57,80,270		
Dissent	Fully Paid-up	4,51,619	4,51,975	0.0084
	Partly Paid-up	356		

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 **Appendix F**.

**Resolution No. 7** – To approve amendment in the Articles of Association of the Company

Special Resolution				
Particulars	Nature of shares	Number of Valid Votes		Percentage %
		Postal Ballot through Remote e-voting	Total e-votes	
Assent	Fully Paid-up	5,26,91,25,153	5,35,49,05,390	99.9924
	Partly Paid-up	8,57,80,237		
Dissent	Fully Paid-up	4,04,411	4,04,800	0.0076
	Partly Paid-up	389		



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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 **Appendix G**.

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

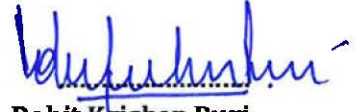
Thank you

For CL & Associates  
Company Secretaries



Harish Chawla  
Partner  
Membership No. F9002  
CP No. 15492  
PR No. 7371/2025  
UDIN: F009002G003839611

Countersigned by



Rohit Krishan Puri  
Company Secretary &  
Compliance Officer  
Bharti Airtel Limited

Date: February 02, 2026  
Place: New Delhi



# CL & Associates, Company Secretaries

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## Appendix A

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

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,348	5,35,10,19,228	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,348	5,35,10,19,228	100
d) Votes with Assent	5,163	5,33,48,21,560	99.6973
e) Votes with Dissent	185	1,61,97,668	0.3027

## Appendix B

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

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,329	5,34,95,68,289	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,329	5,34,95,68,289	100
d) Votes with Assent	5,127	5,32,58,16,250	99.5560
e) Votes with Dissent	202	2,37,52,039	0.4440

## Appendix C

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

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,352	5,35,43,85,424	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,352	5,35,43,85,424	100
d) Votes with Assent	5,142	5,31,79,11,790	99.3188
e) Votes with Dissent	210	3,64,73,634	0.6812





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## Appendix D

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

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,326	5,34,95,65,510	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,326	5,34,95,65,510	100
d) Votes with Assent	5,124	5,32,62,69,503	99.5645
e) Votes with Dissent	202	2,32,96,007	0.4355

## Appendix E

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

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

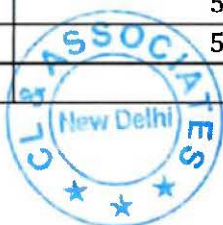
Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,336	5,34,88,74,296	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,336	5,34,88,74,296	100
d) Votes with Assent	5,114	5,33,16,25,044	99.6775
e) Votes with Dissent	222	1,72,49,252	0.3225

## Appendix F

Details of remote e-voting for Resolution No. 6 are as under:

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,347	5,35,53,10,195	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,347	5,35,53,10,195	100
d) Votes with Assent	5,208	5,35,48,58,220	99.9916
e) Votes with Dissent	139	4,51,975	0.0084



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## Appendix G

Details of remote e-voting for Resolution No. 7 are as under:

**VOTING THROUGH REMOTE E-VOTING (Combined Report i.e. Fully paid up and Partly paid up):**

Particulars	No. of Members Voted	No. of e-votes	Percentage
a) Total Votes received	5,343	5,35,53,10,190	100
b) Less: Invalid Votes	-	-	-
c) Net Valid Votes	5,343	5,35,53,10,190	100
d) Votes with Assent	5,206	5,35,49,05,390	99.9924
e) Votes with Dissent	137	4,04,800	0.0076

