



**Bharti Hexacom Limited**  
**Transcript of Extra-Ordinary General Meeting**  
**Friday, December 29, 2023 from IST 12:00 P.M. to IST 12:15 P.M.**  
**Through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')**

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**Jagdish Saksena Deepak, Chairperson:**

**Extra-Ordinary General Meeting.** The requisite quorum is present and the meeting is called to order. With the permission of the members, may I take notice of this meeting.

Now I request Company Secretary to take up the meeting further.

**Richa Gupta Rohatgi, Company Secretary**

Thank you, Sir.

Pursuant to the Articles of Association, Mr. J. S. Deepak, Chairman of the Board will chair this meeting. We also have Mr. Arvind Kohli, Chairman of Nomination and Remuneration Committee (NRC) and also representing Chairman of Audit Committee and Stakeholder Relationship Committee (SRC), attending this meeting. Mr. Soumen Ray also attending the meeting through VC.

Due to some personal commitments, other Directors are unable to attend this meeting.

We have six members holding the 100% approx.. of the Equity present in this meeting. The requisite quorum is there. We can now move to the formal agenda.

**Item number 1:**

**Richa Gupta Rohatgi, Company Secretary**

Put into the appointment of Mr. Arun Gupta as an Independent Director.

May I request the members to propose and second this resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited ("Airtel")**

It is proposed by and on behalf of Bharti Airtel Limited.

**Manish Maini, Representative of Telecommunications Consultants India Limited ("TCIL")**

I second on behalf of Telecommunications Consultants India Limited.

**Richa Gupta Rohatgi, Company Secretary**

Thank you. The special resolution is passed unanimously.



**Item number 2:**

**Richa Gupta Rohatgi, Company Secretary**

Appointment of Mr. KK Vohra as an Independent Director for a tenure of five years.

I request members to vote on this resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Approved.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

Agreed.

**Richa Gupta Rohatgi, Company Secretary**

The special resolution pertaining to the appointment of Mr. KK Vohra as an Independent Director is unanimously approved.

**Item number 3:**

It is regarding appointment of Ms. Nalina Suresh as an Independent Director for a period of 5 years.

I propose members to vote on this resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Approved on behalf of Airtel.

**Richa Gupta Rohatgi, Company Secretary**

I request the members to second this resolution.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

I second this resolution.

**Richa Gupta Rohatgi, Company Secretary**

Thank you. The special resolution for appointment of Ms. Nalina Suresh is passed unanimously.

**Item number 4:**

Pursuant to the split of shares of the Company, the current face value of per share is Rs. 10. It is proposed to subdivide it into two shares having face value of Rs. 5 each.

Bharti Hexacom Limited

(A Bharti enterprise)

[CIN: U74899DL1995PLC067527]

Regd. Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070.  
T: +91-11-4666 6100, F: +91-11-4166 6137, email: [bhartihexacom@bharti.in](mailto:bhartihexacom@bharti.in) website: [www.bhartihexacom.in](http://www.bhartihexacom.in)



I request members to vote on this Ordinary Resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Approved on behalf of Airtel.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

Seconded on behalf of Telecommunications Consultants India Limited.

**Richa Gupta Rohatgi, Company Secretary**

The ordinary resolution for split of shares is passed unanimously.

**Item number 5:**

To put into the amendment of Memorandum of Association of the Company.

The proposed amendments were circulated along with the agenda. I request members to consider and vote on this special resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Approved on behalf of Bharti Airtel Limited.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

Approved on behalf of Telecommunications Consultants India Limited.

**Richa Gupta Rohatgi, Company Secretary**

This Special resolution is passed unanimously.

**Item number 6:**

Amendment of Articles of Association of the Company.

I request members to consider and vote on this special resolution.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Approved on behalf of Bharti Airtel Limited.

**Richa Gupta Rohatgi, Company Secretary**

Request TCIL to vote on this matter.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

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Approved.

**Richa Gupta Rohatgi, Company Secretary**

This Special resolution is also passed unanimously.

By this, we have concluded today's EGM. Thank you, members, for your time.

**Jagdish Saksena Deepak, Chairperson**

Thank you so much.

**Rohit Krishan Puri, Member & Representative of Bharti Airtel Limited**

Thank you.

**Manish Maini, Representative of Telecommunications Consultants India Limited**

Thank you.

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