bharti

June 30, 2017

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

Ref: Bharti Airtel Limited (532454 / BHARTIARTL)

Sub: Notice of 22nd Annual General Meeting and date of Book Closure

Dear Sir/ Madam,

Pursuant to Regulation 30, 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015, we notify as under:

1. The 22nd Annual General Meeting (AGM) of the Company will be held on Monday, July 24, 2017 at 03:30 P.M. (IST) at Air Force Auditorium, Suborto Park, New Delhi – 110010.

2. The register of members and the Share Transfer Books will remain closed from Saturday, July 15, 2017 to Monday, July 24, 2017 (both days inclusive) for the purpose of the AGM and determining names of the shareholders eligible to receive dividend on equity shares for the financial year 2016-17. Dividend, if approved by the members, will be paid on or before the 30th day from the date of declaration, to those members/beneficial owners whose names appear in the register of members/depository records as at close of the day on Friday, July 14, 2017.

3. Pursuant to Regulation 44, we have provided the facility to vote by electronic means (remote e-voting) on all resolutions as set out in the notice of the AGM to those members, who are holding shares either in physical or in electronic form as on the cut-off date i.e. Monday, July 17, 2017. The remote e-voting will commence at 9.00 a.m. (IST) on Friday, July 21, 2017 and end at 5:00 p.m. (IST) on Sunday, July 23, 2017.

4. The shareholders who have registered their email id, are being sent the Notice of the AGM, e-voting instructions and the Annual Report for the financial year 2016-17 through email. The shareholders who have not registered their email id has been sent the Notice of AGM, e-voting instructions and the abridged Annual Report for the financial year 2016-17 by post. The dispatch has been completed on June 30, 2017.

5. The following are enclosed:

   i. Notice of the 22nd AGM;
   ii. e-voting instructions;
   iii. Annual Report for the financial year 2016-17 and;
   iv. Abridged Annual Report for the financial year 2016-17.

Kindly take the above on record.

Thanking you,

Sincerely Yours

For Bharti Airtel Limited

Rohit Krishan Puri
Dy. Company Secretary

BHARTI AIRTEL LIMITED NEW DELHI

CC:
1. Central Depositary Services (India) Ltd: 17th Floor, P J Towers, Bombay Stock Exchange, Fort, Dalal Street, Mumbai, Maharashtra - 400001
2. National Securities Depository Limited: Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai, Maharashtra 400013
3. Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot number 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032

Bharti Airtel Limited

CIN: L74899DL1995PLC070609

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 id: compliance.officer@bharti.in, Website: www.airtel.com

Notice of Annual General Meeting

Notice is hereby given that the Twenty Second (22nd) Annual General Meeting (AGM) of the members of Bharti Airtel Limited (the Company), will be held on Monday, July 24, 2017 at 03:30 P.M. (IST) at Air Force Auditorium, Subroto Park, New Delhi - 110 010 to transact the following businesses:

Ordinary Business(es)

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

1. **To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017 and the report of the Board of Directors and of the Auditors thereon**

   "Resolved that the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017, together with the report of the Board of Directors and of the Auditors thereon be and are hereby received, considered and adopted."

2. **Declaration of dividend on equity shares**

   "Resolved that a final dividend of ₹ 1 per equity share of ₹ 5/- each fully paid for the financial year 2016-17, as recommended by the Board, be and is hereby approved and declared."

3. **Re-appointment of Sheikh Faisal Thani Al-Thani as a Director liable to retire by rotation**

   "Resolved that Sheikh Faisal Thani Al-Thani (DIN 06675785), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

4. **Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, as the Statutory Auditors of the Company and to fix its remuneration**

   "Resolved that pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and pursuant to the recommendation of the Board of Directors, Deloitte Haskins & Sells LLP, Chartered Accountants (Registration no. 117366W-W100018) be and is hereby appointed as the Statutory Auditors of the Company for a term of five (5) years i.e. from the conclusion of the 22nd Annual General Meeting till the conclusion of 27th Annual General Meeting of the Company, subject to ratification of their appointment by the members at every Annual General Meeting held during their tenure of appointment, at such remuneration as may be fixed by the Board of Directors of the Company on the recommendation of the Audit & Risk Management Committee from time to time."

Special Business(es)

5. **Re-appointment of Mr. Manish Kejriwal as an Independent Director**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "Resolved that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Manish Kejriwal (DIN 00040055), Independent Director of the Company whose current period of office is expiring on September 25, 2017 and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member signifying his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for another term with effect from September 26, 2017 to September 25, 2022."

6. **Re-appointment of Mr. Gopal Vittal as the Managing Director of the Company**

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "Resolved that pursuant to the provisions of Section 196, 197, 198 and any other applicable provisions of the Companies Act, 2013 and the rules made

thereunder read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Article 108, 133 of the Articles of Association of the Company, Mr. Gopal Vittal (DIN 02291778) be and is hereby re-appointed as the Managing Director of the Company and be designated as Managing Director & CEO (India and South Asia) for a further period of five years with effect from February 01, 2018.

Resolved further that the following remuneration be paid to Mr. Gopal Vittal w.e.f. June 01, 2017:

Fixed Pay (inclusive of salary, allowances and retirement benefits) payable on monthly basis: ₹ 85 Mn per annum or such other amount as may be determined by the Board of Directors of the Company, provided that increment, if any, during the subsequent years, shall not exceed 15% per annum of the fixed pay of preceding financial year.

Variable Pay (Performance Linked Incentive) to be paid annually after the end of the financial year: ₹ 51 Mn (at 100% performance) per annum or such sum as may be determined by the Board from time to time, provided however that the total Variable Pay shall not exceed 90% of the annual fixed pay for any financial year.

Employee Stock Options: In addition to the above, Mr. Gopal Vittal shall be entitled for such number of stock options as may be granted to him under any ESOP scheme of the Company.

Perquisites: As per Company's policy(s) or as approved by the Board from time to time, provided however that the aggregate value of the perquisites shall not exceed 15% of the fixed pay in any financial year.

Other Benefits: Other benefits including leave encashment as per Company's Policy(s).

Mr. Gopal Vittal shall also be entitled to reimbursement of all legitimate expenses incurred by him while performing his duties and such reimbursement will not form part of his remuneration.

The aggregate remuneration inclusive of fixed pay, variable pay (Performance Linked Incentives), perquisites, allowances and other benefits payable to Mr. Gopal Vittal as Managing Director shall not exceed the overall ceilings laid down in Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any other applicable law for the time being in force.

Minimum Remuneration

Where in any financial year during the tenure of Mr. Gopal Vittal as Managing Director, the Company incurs losses or its profits are inadequate, the Company shall pay to Mr. Gopal Vittal, the above remuneration by way of fixed pay, variable pay (Performance Linked Incentives), perquisites, allowances and other benefits as minimum remuneration, subject to the necessary approvals.

Resolved further that the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of re-appointment including designation, remuneration / remuneration structure of Mr. Gopal Vittal within the limits set out above.

Resolved further that the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds and things as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

7. Ratification of remuneration to be paid to R.J. Goel & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2017-18

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹ 800,000/- (Rupees Eight Lacs Only) plus service tax and reimbursement of travel and out of pocket expenses as approved by the Board on the recommendation of the Audit & Risk Management Committee, to be paid to R.J. Goel & Co., Cost Accountants, (Registration no. 00026), Cost Auditors of the Company for the cost audit w.r.t. the financial year 2017-18, be and is hereby ratified, confirmed and approved."

8. Amendment in the Employee Stock Option Scheme 2005 of the Company

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"Resolved that in accordance with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 as amended, and any other applicable law for the time being in force, (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the members of the Company be and is hereby accorded for amendment in Bharti Airtel Employee Stock Option Scheme 2005 (ESOP Scheme 2005) by inserting the following new clause after existing clause 11.5:

11.6 *The ESOP Compensation Committee may amend, modify, vary, alter or revise all or any of the provisions of ESOP Plans formulated under*

ESOP Scheme 2005, from time to time, in any manner provided however that such variation in ESOP Plans are not prejudicial to the interests of the employees.

Resolved further that following clause(s) be substituted in the ESOP Scheme 2005 for existing clause 14.1 & 15.1:

14.1 *In the event of death of an employee, all unvested options will vest immediately to the legal heirs / nominees of the deceased employee. Such Options shall be transmitted in the name of legal heirs / nominees upon proper verification and identification of the legal heirs within a period of 1 month from the date of identification of legal heirs / nominee. Such legal heirs / nominees upon whom the options are vested / transferred shall be entitled to exercise the options in such manner as may be prescribed by the ESOP Compensation Committee.*

15.1 *In the event of death of an employee, all options vested in the employee will be transmitted to his / her legal heirs / nominees upon proper verification and identification of the legal heirs within a period of 1 month from the date of such identification of legal heirs / nominee. Such legal heirs / nominees upon whom the options are vested / transmitted shall be entitled to exercise the options in such manner as may be prescribed by the ESOP Compensation Committee.*

Resolved further that for the purpose of giving effect to the above resolution, the Board (including any committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be consequential, necessary or expedient in this regard."

Registered Office:
Bharti Crescent
1, Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi - 110 070, India.
CIN: L74899DL1995PLC070609
Email id: compliance.officer@bharti.in

Place: New Delhi
Date: May 09, 2017

By order of the Board
For **Bharti Airtel Limited**

Gopal Vittal
Managing Director & CEO (India & South Asia)
DIN: 02291778

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY / PROXIES, IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM IS ENCLOSED WITH THIS NOTICE.**
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. The notice of AGM is being sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the depositories as on Friday, June 16, 2017.
4. Copy of annual report, notice of Twenty Second AGM, e-voting instructions and dividend intimation, etc. are sent to the members through email who have registered their email Ids with the Company / depository participant (DPs) / Company's Registrar and Transfer Agent (RTA).

   Members are requested to update their preferred email ids with the Company / DPs / RTA, which will be used for the purpose of future communications.

   Member(s) whose email Id is not registered with the Company are being sent physical copies of the Notice of Twenty Second AGM, abridged version of Annual Report, notice of e-voting etc. at their registered address through permitted mode.

   Member(s) whose email Id is registered with the Company and who wish to receive printed copy of the

abridged / full version of the Annual Report may send their request to the Company at its registered office address or to the RTA, Karvy Computershare Private Limited, at Karvy Selenium Tower B, Plot number 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032.

5. Notice of Twenty Second AGM, abridged and full version of the Annual Reports and e-voting instructions will also be available under the 'Investor Relations' section on the website of the Company www.airtel.com.

6. The register of members and share transfer books of the Company will remain closed from Saturday, July 15, 2017 to Monday, July 24, 2017 (both days inclusive), in accordance with the provisions of Section 91 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of AGM and determining names of the members eligible for dividend on equity shares, if approved and declared by the members at the ensuing AGM.

7. The dividend, if declared at the AGM, will be paid on or before the 30th day from the date of declaration:

   - **For equity shares held in physical form -** those members whose names will appear in the Register of Members on close of the day on Friday, July 14, 2017.
   - **For equity shares held in dematerialised form -** those beneficiaries, whose names are furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners on close of the day on Friday, July 14, 2017.

8. Members who hold equity shares in physical form and desirous of availing Electronic Clearance Scheme (ECS) facility for direct credit of dividend to their bank account, may submit their request to the Company's RTA. The ECS mandate, in order to be effective, should be submitted to the RTA on or before Monday, July 10, 2017. Any query related to dividend should be directed to the RTA of the Company.

   In respect of members holding shares in electronic form, the bank details as furnished by the respective depositories to the Company will be used for the purpose of distribution of dividend through ECS facility. The Company / RTA will not act on any direct request from members holding shares in dematerialised form for change / deletion of such bank details.

9. Members, who are holding shares in physical form are requested to address all correspondence concerning registration of transfers, transmissions, sub-division, consolidation of shares or any other share related matters and / or change in address or updation thereof to the Company's RTA. Members, whose shareholding is in electronic format are requested to direct change of address notifications, registration of e-mail address and updation of bank account details to their respective DPs.

10. Members wishing to claim dividends, which remain unpaid are requested to contact the Company's RTA.

11. Pursuant to the provisions of Section 124 and 125 of the Companies Act 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 (IEPF Rules), the dividend which remains unclaimed / unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

    Members may visit the Company's website www.airtel.com for tracking details of any unclaimed / unpaid amounts, pending transfer to IEPF. Members may note that they can claim their unpaid / unclaimed dividend declared for the FY 2009-10 till September 01, 2017. Once unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company.

    As per Section 124 of the Companies Act, 2013 read with IEPF Rules, shares on which dividend remains unpaid / unclaimed for seven consecutive years are required to be compulsorily transferred to IEPF. The Company has individually sent notices to such members whose shares are required to be transferred to the IEPF Authority. An advertisement to this effect was also published in leading english and vernacular newspapers on December 06, 2016. The Company has also uploaded the details of such members and the shares due for transfer to IEPF on its website www.airtel.com.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN to the Company's RTA.

13. Information regarding particulars of the Directors to be re-appointed requiring disclosures in terms of Secretarial Standard 2, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the explanatory statement pursuant to Section 102 of the Companies Act, 2013, are annexed hereto.

14. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and

Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting, by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").

15. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the members, there will be no voting by show of hands at the AGM. The facility for ballot / polling paper / e-voting (physical voting) will be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting will be able to vote at the Meeting through ballot / polling paper / e-voting.

16. The members can opt for only one mode of voting i.e. remote e-voting or physical voting at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through physical voting at the meeting will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.

17. The Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the Agency to provide e-voting facility.

18. The e-voting Event number, User Id and Password along with the detailed instructions for e-voting are provided in the e-voting instructions, being sent along with the notice of AGM.

19. The Board has appointed Mr. Sanjay Grover, Managing Partner (C.P. No. 3850) of Sanjay Grover & Associates, Company Secretaries, New Delhi as a Scrutinizer to scrutinize the physical voting at the AGM Venue and remote e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

20. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	:	From 9:00 a.m. (IST) on Friday, July 21, 2017
End of remote e-voting	:	Upto 5:00 p.m. (IST) on Sunday, July 23, 2017

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

21. The voting rights of Members for remote e-voting and for physical voting at the meeting shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on close of the cut-off date i.e. Monday, July 17, 2017.

22. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on close of the cut-off date i.e. Monday, July 17, 2017 will only be entitled to avail the facility of remote e-voting / physical voting at the AGM venue. The person who is not a member / beneficial owner on the cut-off date should treat this notice for information purpose only.

23. Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. Monday, July 17, 2017 may obtain the User Id and password in the manner as mentioned below:

    a) If the mobile number of the member is registered against shares held in demat form, the member may send SMS: MYEPWD<space> DP ID Client ID to +91-9212993399.

       Example for NSDL:
       MYEPWD<SPACE>IN12345612345678

       Example for CDSL:
       MYEPWD<SPACE>1402345612345678

    b) If the mobile number of the member is registered against shares held in physical form, the member may send SMS: MYEPWD<space>Event number + Folio No. to +91-9212993399.

       Example for Physical:
       MYEPWD<SPACE> XXXX1234567890

    c) Member may Call Karvy's Toll free number 1-800-34-54-001.

    d) Member may send an e-mail request to evoting@karvy.com.

    If the member is already registered with Karvy for e-voting, he can use his existing User ID and password for casting the vote through remote e-voting.

24. In case of any query pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website https://evoting.karvy.com. In case of any other queries / grievances connected to remote e-voting, you may contact Mr. Ravi Shankar Shukla of Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot number 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 at telephone number: 040-67161522 or at email: evoting@Karvy.com or call Karvy's toll free No. 1-800-34-54-001.

25. The Scrutinizer, after scrutinizing the votes cast at the meeting (physical voting) and through remote e-voting, will make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and will submit the same to the Chairman of the meeting. The Chairman or the authorised Director shall announce the results within Forty Eight (48) hours after the conclusion of

the meeting at the Corporate and Registered office of the Company i.e. Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070, India. The results declared shall be available on the website of the Company (www.airtel.com) and on the website of the Karvy (https://evoting.karvy.com). The results shall simultaneously be communicated to the Stock Exchanges where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

26. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and documents referred to in the notice and explanatory statement, including certificate from the Auditors of the Company under Regulation 13 of the SEBI (Share Based Employee Benefits) Regulations, 2014 are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 11.00 a.m. and 1.00 p.m. upto the date of AGM and will also be available for inspection at the venue of the AGM.

27. Members who are holding shares in physical form in identical names in more than one folio are requested to write to RTA enclosing their Share Certificate(s) to enable the Company to consolidate their holding into one folio.

28. Members having any question on financial statements or on any agenda item proposed in the notice of AGM are requested to send their queries at least ten days prior to the date of AGM of the Company at its registered office address to enable the Company to collect the relevant information and redress the queries.

29. Members / proxies / authorized representatives are requested to bring duly filled admission / attendance slips sent herewith along with the notice of the AGM at the meeting.

30. Corporate members intending to send their authorised representative(s) to attend the meeting are requested to send to the Company a certified copy of the board resolution / authority letter / power of attorney authorising their representative(s) to attend and vote on their behalf at the meeting.

31. For the security and safety of the members, no article / baggage including water bottles and tiffin boxes will be allowed at the venue of the meeting. The shareholders / attendees are strictly requested not to bring any article / baggage etc. at the venue of the AGM.

32. In our constant endeavour to strengthen the shareholder service standards, a Shareholders Satisfaction Survey is conducted through a Shareholders Feedback Form uploaded on Company's website www.airtel.com under 'Investors' section. Accordingly, members may provide their valuable feedback.

33. The route map for the AGM venue is provided at the end of this notice.

MEMBERS MAY PLEASE NOTE THAT NO GIFTS / GIFT COUPONS WILL BE DISTRIBUTED AT THE VENUE OF THE MEETING.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 5

Pursuant to the provisions of Sections 149, 150, 152 and Schedule IV of the Companies Act, 2013 read with rules thereunder, Mr. Manish Kejriwal was appointed as an independent director of the Company for a period of five years w.e.f. September 26, 2012 upto September 25, 2017. Since, Mr. Manish Kejriwal will complete his initial term as an independent director of the Company on September 25, 2017, he is eligible for re-appointment for one more term.

Based on the outcome of performance evaluation of the Independent Directors, on the recommendation of the HR and Nomination Committee, the Board of Directors of the Company at their meeting held on May 09, 2017, have approved the re-appointment of Mr. Manish Kejriwal for the second term as provided in the resolution, and he shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

The Company has received a declaration from Mr. Manish Kejriwal confirming that he meets the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, he fulfills the conditions specified in the said Act and is independent of the management. A copy of the draft letter for re-appointment of Mr. Manish Kejriwal setting out the terms and conditions is available for inspection at the Registered Office of the Company on any working day between 11.00 a.m. to 1.00 p.m. upto the date of AGM and will also be available for inspection at the venue of the AGM.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member along with a deposit of ₹ 1 Lac proposing the candidature of Mr. Manish Kejriwal to be re-appointed as an Independent Director as per the provisions of the Companies Act, 2013.

Brief profile of Mr. Manish Kejriwal is enclosed and detailed profile is available on www.airtel.com.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services. Accordingly, the Board recommends the passing of resolution set out in Item No. 5 as a Special Resolution.

Except Mr. Manish Kejriwal and his relatives, to the extent of their shareholding, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise, in the resolution as set out in item no. 5 of the Notice.

Item No. 6

In terms of the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) and Article 108, 133 of Articles of Association of the Company, re-appointment of the Managing Director requires approval of the shareholders by way of an ordinary resolution.

Mr. Gopal Vittal was appointed as the Managing Director of the Company for a period of five years w.e.f. February 01, 2013, vide resolution passed by the shareholders through Postal Ballot on March 28, 2013 for a period of five years i.e. upto January 31, 2018. Further, the members in their meeting held on August 19, 2016, had revised the remuneration of Mr. Gopal Vittal.

Upon recommendation of the HR and Remuneration Committee, the Board of Directors of the Company recommends the re-appointment of Mr. Gopal Vittal for a further term of 5 years i.e. from February 01, 2018 to January 31, 2023 and revised his remuneration w.e.f. June 01, 2017. The revised remuneration and terms and conditions are set out in the resolution no. 6 of the Notice. The terms as set out in the said resolution and the explanatory statement may be treated as an abstract of the terms of appointment pursuant to Section 190 and 196 of the Companies Act, 2013.

The Board of Directors is of the opinion that it will be in the best interest of the Company that Mr. Gopal Vittal continues as the Managing Director of the Company and accordingly recommends the passing of resolution under item no. 6 for approval of the shareholders as an Ordinary Resolution.

Except Mr. Gopal Vittal and his relatives, to the extent of their shareholding, if any, none of the Directors or Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise, in the resolution set out at item no. 6 of the Notice.

The Articles of Association of the Company, relevant resolutions passed at the Board and Committee Meetings and other allied documents being referred in the resolution, are available for inspection at the Registered Office of the Company on any working day between 11.00 a.m. to 1.00 p.m. upto the date of AGM and will also be available for inspection at the venue of the AGM.

Brief profile of Mr. Gopal Vittal is enclosed and detailed profile is available on www.airtel.com.

Item no. 7

As per the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the shareholders of the Company at the General Meeting.

The Board, on the recommendation of the Audit & Risk Management Committee has appointed R. J. Goel & Co., Cost Accountants, (Registration no. 00026) as Cost Auditors to conduct the audit of the cost records of the Company at a

remuneration of ₹ 800,000/- (Rupees Eight Lacs Only) plus service tax and reimbursement of travel and out of pocket expenses for the financial year ending March 31, 2018.

Ratification of the members is being sought for the proposal contained in the resolution set out at item no. 7 of the notice.

The Board recommends passing of the resolution set out at item no. 7 of the notice as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel and their relatives, to the extent of their shareholding, if any, are in any way concerned or interested, financially or otherwise, in the said resolution as set out in item no. 7 of the Notice.

Item no. 8

Bharti Airtel Limited ("Airtel" or "Company") had introduced the Employee Stock Option Scheme 2005 (ESOP Scheme 2005 / the Scheme) with effect from September 06, 2005. The objective of the Scheme is to align the interest of employees with those of the Company and its shareholders, provide an opportunity to employees to share in the growth of the Company and create long-term wealth in the hands of the employees by offering Equity Shares of the Company to eligible employees of Airtel and its subsidiaries.

The present ESOP Scheme 2005 provides that all vested / unvested options shall be transferred to the legal heirs in the event of death of an employee within a period of 3 months from the date of identification of such legal heirs. The HR & Nomination Committee in its meeting held on May 09, 2017 has recommended the revision in the time period for transfer of such vested / unvested options in the name of legal heirs to 1 month from present 3 months, from the date of identification of legal heirs.

Further, under the present ESOP Scheme 2005, the HR and Nomination Committee and the Board of Directors the Company are empowered to formulate various ESOP Plans under ESOP Scheme 2005 of the Company from time to time. The HR and Nomination Committee in its meeting held on May 09, 2017 has recommended the revision of ESOP Scheme 2005 to include the power to HR and Nomination Committee / Board to revise the ESOP Plan formulated under ESOP Scheme 2005 of the Company in a manner which is in the best interest of employees. This amendment in ESOP Scheme 2005 will provide operational flexibility to the HR and Nomination Committee / Board.

As per SEBI (Share Based Employee Benefits) Regulations, 2014, a company may by approval of shareholders by special resolution vary terms of any employee stock option scheme provided such variation is not prejudicial to the interests of the employees.

The salient features of the proposed variations are provided above. The proposed revision in the ESOP Scheme 2005 are for the benefit of employees of the Company and its subsidiaries who have been / shall be granted stock option under ESOP Scheme 2005.

The copies of existing and revised ESOP Scheme 2005 are available for inspection at the Registered Office of the Company on any working day between 11.00 a.m. to 1.00 p.m. upto the date of AGM and will also be available for inspection at the venue of the AGM.

The Board recommends the passing of the resolution set out at item no. 8 of the notice as a Special Resolution.

None of the Directors or Key Managerial Personnel and their relatives, to the extent of options granted to them under the ESOP Scheme 2005 and their shareholding, if any, are in any way concerned or interested, financially or otherwise, in the said resolution as set out in item no. 8 of the Notice.

Registered Office:
Bharti Crescent,
1, Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi - 110 070, India.
CIN: L74899DL1995PLC070609
Email id: compliance.officer@bharti.in

Place: New Delhi
Date: May 09, 2017

By order of the Board
For **Bharti Airtel Limited**

Gopal Vittal
Managing Director & CEO (India & South Asia)
DIN: 02291778

Information of Directors to be re-appointed at the forthcoming Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in accordance with provisions of Companies Act, 2013, read with the Secretarial Standard 2.

Name of the Director	Sheikh Faisal Thani Al-Thani	Mr. Manish Kejriwal	Mr. Gopal Vittal
Directors Identification Number (DIN)	06675785	00040055	02291778
Date of Birth (Age in years)	June 11, 1983 (34)	November 08, 1968 (48)	June 18, 1966 (51)
Original date of appointment	October 30, 2013	September 26, 2012	February 01, 2013
Qualifications	Undergraduate Degree in Business Administration from Marymount University	o Masters in Business Administration from the Harvard University (Baker Scholar) o B.A. in Economics Engineering from Dartmouth College, United States	o Graduation from Madras Christian College o MBA from Indian Institute of Management Kolkatta
Experience and expertise in specific functional area	Management and Finance	General Management	General Management
Remuneration Last Drawn	As mentioned in Corporate Governance Report#		
Number of meetings of Board attended during the year	As mentioned in Corporate Governance Report#		
Shareholding in Bharti Airtel Limited	Nil	Nil	3,29,885 Shares
Relationship with other Directors / KMPs	Nil	Nil	Nil
Terms and conditions of re-appointment and remuneration	As per the Policy on Nomination, Remuneration and Board diversity (annexed to Board's Report)#		
Directorships held in other companies	o Vodafone Qatar Q.S.C o Ahli Bank Q.S.C o Siemens W.L.L o AMLAK Qatar Properties Holding Co. for Operations and Management o Qatar Insurance Company Q.S.C	o Bajaj Holdings & Investment Limited o Bajaj Auto Limited o Parksons Packaging Limited o International Foundation for Research and Education o United World Colleges Committee (India) Governing Board o Lester B Pearson College	o St. Jude India Childcare Centers o Indus Towers Limited o Airtel Payments Bank Limited

Name of the Director	Sheikh Faisal Thani Al-Thani	Mr. Manish Kejriwal	Mr. Gopal Vittal
Membership / Chairmanship of committees	Nil	○ Bharti Airtel Limited – Stakeholders Relationship Committee (Member) ○ Bharti Airtel Limited – HR & Nomination Committee (Member) ○ Bharti Airtel Limited – Committee of Directors (Member) ○ Bajaj Holding & Investment Limited – Audit Committee (Member) ○ Bajaj Holding & Investment Limited – Stakeholders Relationship Committee (Member)	○ Bharti Airtel Limited – Stakeholders Relationship Committee (Member) ○ Bharti Airtel Limited – Committee of Directors (Member) ○ Bharti Airtel Limited – CSR Committee (Member) ○ Airtel Payments Bank Limited – Audit Committee (Member) ○ Airtel Payments Bank Limited – Nomination & Remuneration Committee (Member) ○ Airtel Payments Bank Limited – Special Committee on Frauds (Member) ○ Airtel Payments Bank Limited – Risk Management Committee (Chairman) ○ Airtel Payments Bank Limited – IT Strategy Committee (Member) ○ Airtel Payments Bank Limited – Committee of Directors (Chairman)

In terms of Section 136(1) of the Companies Act, 2013, Rule 10 of the Companies (Accounts) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Abridged Annual Report, excluding corporate governance report and annexures of Boards' Report is being sent to the members. Members who desire to obtain the full version of the report may download the same from website of the Company or may write to the Secretarial department at the registered office address and will be provided with a copy of the same.

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1, Nelson Mandela Road,
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New Delhi - 110 070, India.
CIN: L74899DL1995PLC070609
Email id: compliance.officer@bharti.in

By order of the Board
For **Bharti Airtel Limited**

Gopal Vittal
Managing Director & CEO (India & South Asia)
DIN: 02291778

Place: New Delhi
Date: May 09, 2017

Bharti Airtel Limited

CIN: L74899DL1995PLC070609

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 id: compliance.officer@bharti.in, Website: www.airtel.com

ADMISSION SLIP

Twenty Second Annual General Meeting

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

DP Id & Client Id / Regd. Folio No.*		No. of Shares	

Name(s) and address of the member in full _____

_____

_____

I / we hereby record my / our presence at the Twenty Second Annual General Meeting of the Company being held on Monday, July 24, 2017 at 03:30 p.m. (IST) at Air Force Auditorium, Subroto Park, New Delhi – 110 010, India.

Please (✓) in the box

☐ MEMBER ☐ PROXY

_____

Signature of Member / Proxy

*Applicable for member holding shares in physical form.

Bharti Airtel Limited

CIN: L74899DL1995PLC070609

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T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, Website: www.airtel.com

Form No. MGT - 11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L74899DL1995PLC070609

Name of the Company: Bharti Airtel Limited

Registered office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110070

Name of the member(s): .....

Registered address: .....

E-mail Id: .....

DP ID and Client ID / Folio No: .....

I / We, being member(s) of .....shares of the above named Company, hereby appoint

1. Name:.....Address:.....
   E-mail Id:.....Signature:.....or failing him
2. Name:.....Address:.....
   E-mail Id:.....Signature:.....or failing him
3. Name:.....Address:.....
   E-mail Id:.....Signature:.....

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Twenty Second Annual General Meeting of the Company scheduled to be held on Monday, July 24, 2017 at 03:30 p.m. (IST) at Air Force Auditorium, Subroto Park, New Delhi – 110 010 or / and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolutions	For	Against
Ordinary Business(es):			
1.	To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2017 and the report of the Board of Directors and of the Auditors thereon		
2.	Declaration of dividend on equity shares		
3.	Re-appointment of Sheikh Faisal Thani Al-Thani as a Director liable to retire by rotation		
4.	Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, as the Statutory Auditors of the Company and to fix its remuneration		
Special Business(es):			
5.	Re-appointment of Mr. Manish Kejriwal as an Independent Director		
6.	Re-appointment of Mr. Gopal Vittal as the Managing Director of the Company		
7.	Ratification of remuneration to be paid to R.J. Goel & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2017-18		
8.	Amendment in the Employee Stock Option Scheme 2005 of the Company		

Signed this _____ day of _____ 2017

Signature of Member _____

Signature of Proxy holder(s) _____

Affix the revenue stamp of ₹ 1/-

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company situated at Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi-110070 not later than 48 hours before the commencement of the Meeting.

ECS MANDATE FORM

[APPLICABLE FOR SHARES HELD IN PHYSICAL FORM ONLY]

To

Karvy Computershare Private Limited
Unit: Bharti Airtel Limited
Karvy Selenium Tower B, Plot number 31 & 32,
Gachibowli, Financial District,
Nanakramguda,
Hyderabad - 500032

Name of the First / Sole Member	
Folio No.	

PAN / Email information

Income Tax Permanent Account Number (PAN) (Please attach a photocopy of PAN Card)	
Email ID	

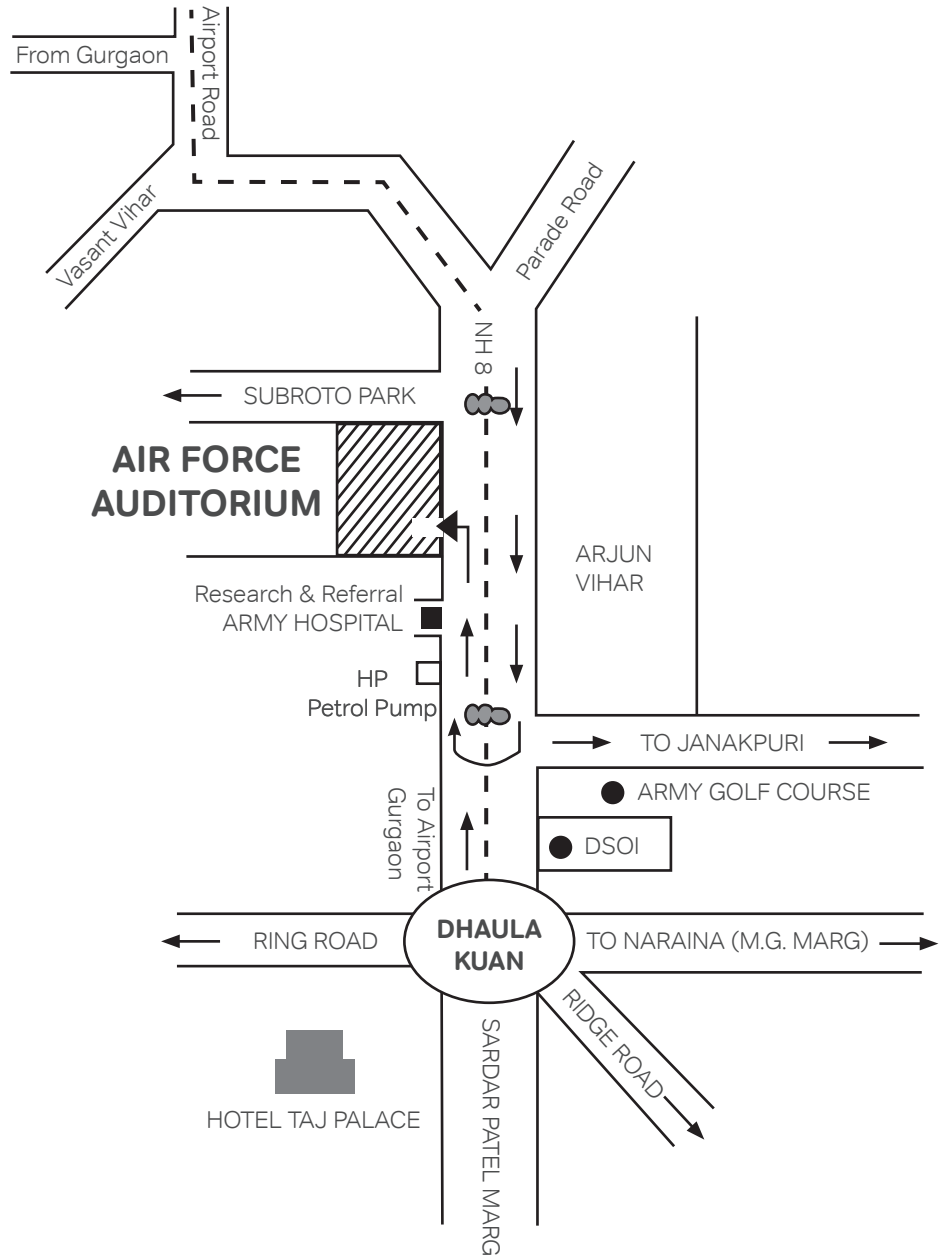
Particulars of the Bank Account

Bank Name									
Branch Name & Address									
Bank Account Type (tick)	SB		Current		Others				
Bank Account Number									
9 Digit Code Number of the Bank and Branch appearing on the MICR Cheque issued by the Bank (Please attach a photocopy of the Cheque)									
IFSC Code									

I hereby declare that the particulars given above are correct and complete and also express my concurrence to receive information through email towards dividend paid by the Company under the ECS mode.

Signature of the 1st Registered Holder / Sole Holder

Route map to the venue of the Twenty Second AGM of Bharti Airtel Limited



Venue: Air Force Auditorium, Subroto Park, New Delhi – 110 010

Landmark: Adjacent to Research & Referral, Army Hospital

Bharti Airtel Limited

CIN: L74899DL1995PLC070609

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 id: compliance.officer@bharti.in, Website:www.airtel.com

Name of the member including
joint holder(s), if any

Registered address of the sole /
first named member

DP ID & Client ID No. / Registered
Folio No.

No. of shares held

Dear Member(s),

Sub: Voting through electronic means

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations), Bharti Airtel Limited (the Company) is pleased to provide remote e-voting (e-voting) facility to its members to exercise their right to vote on resolutions proposed to be passed in the Twenty Second (22nd) Annual General Meeting (AGM) of the Company scheduled to be held on Monday, July 24, 2017 at 03:30 p.m. (IST).

The Company has engaged **Karvy Computershare Private Limited (Karvy)** as the authorised agency to provide e-voting facility. The particulars of e-voting are as follows:

E-Voting Event Number (EVEN)	User ID	Password / PIN

The e-voting facility will be available during the following voting period:

Commencement of e-voting	From 9:00 a.m. (IST) on Friday, July 21, 2017
End of e-voting	Upto 5:00 p.m. (IST) on Sunday, July 23, 2017

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

The cut-off date for the purpose of e-voting and voting at the venue of the Twenty Second (22nd) Annual General Meeting shall be Monday, July 17, 2017.

This communication is an integral part of the Notice of the AGM dated May 09, 2017 for the Twenty Second (22nd) Annual General Meeting scheduled to be held on July 24, 2017. Please read the instructions printed overleaf before exercising your vote.

The Notice of the Twenty Second Annual General Meeting and this communication are also available on the website of the Company at www.airtel.com.

Registered Office:
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1, Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi - 110 070, India.
CIN: L74899DL1995PLC070609
Email id: compliance.officer@bharti.in

Thanking you
For **Bharti Airtel Limited**

Gopal Vittal
Managing Director & CEO (India & South Asia)
DIN: 02291778

Place: New Delhi
Date: May 09, 2017

Instructions and other information relating to remote e-voting (e-voting) are as under:

1. In case a member receives an email from Karvy (for members whose email Ids are registered with the Company / Depository Participants(s)):
   a) Launch internet browser by typing the URL: https://evoting.karvy.com.
   b) Enter the login credentials (i.e. User ID and password mentioned overleaf). Your Folio No. / DP ID / Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
   c) After entering these details appropriately, click on "LOGIN".
   d) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and one special character (@, #, $, etc.). The system will prompt you to change your password and update your contact details viz. mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential.
   e) You need to login again with the new credentials.
   f) On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Bharti Airtel Limited.
   g) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under each of the heading of the resolution and cast your vote by choosing the "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned overleaf. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head. Option "FOR" implies assent to the resolution and "AGAINST" implies dissent to the resolution.
   h) You may then cast your vote by selecting an appropriate option and click on "Submit".
   i) Members holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
   j) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
   k) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
   l) Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail: contact@cssanjaygrover.in with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO."
2. In case a member receives physical copy of the Annual General Meeting Notice by post (for members whose email Ids are not registered with the Company / Depository Participant(s)) :
   a) User ID and initial password are provided overleaf.
   b) Please follow all steps from Sr. No. (a) to (l) as mentioned in (1) above, to cast your vote.
3. Once the vote on a resolution is cast by a member, the Member shall not be allowed to change it subsequently or cast the vote again.
4. In case of any query and / or grievance, pertaining to e-voting, please visit Help & FAQ's section available at Karvy's website https://evoting.karvy.com or contact Mr. Ravi Shankar Shukla of Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot number 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 at evoting@Karvy.com or phone number 040-67161522 or call Karvy's toll free No. 1-800-34-54-001.
5. The facility for ballot / polling paper / e-voting shall be made available at the venue of the AGM and the members attending AGM who have not cast their vote by remote e-voting shall be able to vote at the AGM through ballot / polling paper / e-voting.
6. The members who have cast their vote by remote e-voting may also attend AGM, but shall not be entitled to cast their vote again.
7. The voting rights of the members for e-voting shall be in proportion to the paid-up value of their shares in the equity share capital of the Company as on the cut-off date i.e. Monday, July 17, 2017.
8. The Board has appointed Mr. Sanjay Grover, Managing Partner (C.P. No. 3850) of Sanjay Grover & Associates, Company Secretaries, New Delhi, as a Scrutinizer to scrutinize the physical voting at the AGM venue and e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
9. Person(s), whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Monday, July 17, 2017 only shall be entitled to avail the facility of remote e-voting / physical voting at the AGM. The person who is not a member / beneficial owner on the cut-off date should treat this notice for information purpose only.
10. Any person who becomes member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. Monday, July 17, 2017 may obtain the User Id and password by in the manner as mentioned below :
    a) If the mobile number of the member is registered against shares held in demat form, the member may send SMS:
       MYEPWD<space> DPID Client ID to +91-9212993399
       Example for NSDL: MYEPWD<SPACE>IN12345612345678
       Example for CDSL: MYEPWD<SPACE>1402345612345678
    b) If the mobile number of the member is registered against shares held in physical form, the members may send SMS: MYEPWD<space>Event number + Folio No. to 9212993399
       Example for Physical: MYEPWD<SPACE> XXXX1234567890
    c) Member may Call Karvy's Toll free number 1-800-3454-001
    d) Member may send an e-mail request to evoting@karvy.com

    If the member is already registered with Karvy for e-voting, he can use his existing User ID and password for casting the vote through e-voting. However, Karvy shall endeavor to send User ID and password to those new members whose mail ids are available.
11. The Scrutinizer shall immediately after the conclusion of the voting at the AGM, first count the votes cast at the AGM thereafter unblock the votes cast through remote e-voting in the presence of atleast two (2) witnesses not in the employment of the Company. The Scrutinizer thereafter shall submit his Report to the Chairman after completion of his scrutiny. The result of the voting will be announced within Forty Eight (48) hours after the conclusion of the meeting at the Corporate and Registered office of the Company i.e. Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070, India.
12. The Results declared along with the Consolidated Scrutinizer's Report(s) will be available on the website of the Company (www.airtel.com) and on Karvy's website (https://evoting.karvy.com). The results shall simultaneously be communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.