August 25, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

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

Ref: Indus Towers Limited (534816/ INDUSTOWER)

Sub: Outcome of 16th Annual General Meeting (AGM) of the Company

Dear Sir/ Madam,

Pursuant to Regulations 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we submit the following w.r.t. the 16th Annual General Meeting (AGM) of the Company held on Tuesday, August 23, 2022 at 3:30 P.M. (IST) through video conferencing/ Other Audio Visual Means:

a. Voting results of the AGM as **Annexure–A.** All the resolutions as stated in the Notice of AGM dated July 27, 2022 have been approved with requisite majority.

b. Scrutinizer's Report dated August 25, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure–B.**

c. Appointment of Mr. Sunil Sood as a director liable to retire by rotation by the shareholders in the AGM on August 23, 2022. Details as required under Regulation 30 of the SEBI Listing Regulations read with clause 7 of Annexure I of the SEBI Circular dated September 9, 2015 forms part of **Annexure–C**.

d. Re-appointment of Ms. Anita Kapur as Independent Director of the Company by the shareholders in the AGM on August 23, 2022, for a further period of five consecutive years i.e. from January 17, 2023 to January 16, 2028. Details as required under Regulation 30 of the SEBI Listing Regulations read with clause 7 of Annexure I of the SEBI Circular dated September 9, 2015 forms part of **Annexure–D**.

e. Re-appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants (Firm registration no. 117366W/W-100018) as the Statutory Auditors of the Company by the shareholders in the AGM on August 23, 2022, for a further term of five years, i.e. from the conclusion of 16th AGM till the conclusion of 21st AGM of the Company. Details as required under Regulation 30 of the SEBI Listing Regulations read with clause 7 of Annexure I of the SEBI Circular dated September 9, 2015 forms part of **Annexure–E**.

Kindly take the above information on record

Thanking you,
Yours faithfully,

For Indus Towers Limited
(formerly Bharti Infratel Limited)

Samridhi Rodhe
Company Secretary

INDUS TOWERS LIMITED HARYANA

Encl: As above

INDUS TOWERS LIMITED

(FORMERLY BHARTI INFRATEL LIMITED)

Voting Results of Annual General Meeting

Details of venue voting and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

Date of the AGM	August 23, 2022
Total number of shareholders on cut-off date i.e. August 16, 2022	236,108
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	12 174

1. Ordinary Resolution: To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2022

Whether promoter/ promoter group are intersted in the Agenda/resolution — No

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	729,472,445	92.1035	728,355,477	1,116,968	99.8469	0.1531
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**729,472,445**	**92.1035**	**728,355,477**	**1,116,968**	**99.8469**	**0.1531**
Public-Non Institutions	Remote E-voting	43,497,534	90,334	0.2077	89,548	786	99.1299	0.8701
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**92,035**	**0.2116**	**91,248**	**787**	**99.1449**	**0.8551**
Total		**2,694,936,950**	**2,588,989,879**	**96.0687**	**2,587,872,124**	**1,117,755**	**99.9568**	**0.0432**

2. Ordinary Resolution: To re-appoint Mr. Bimal Dayal (DIN: 08927887) as a Director liable to retire by rotation

Whether promoter/ promoter group are intersted in the Agenda/resolution — No

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	410,304,095	51.8052	374,885,566	35,418,529	91.3677	8.6323
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**410,304,095**	**51.8052**	**374,885,566**	**35,418,529**	**91.3677**	**8.6323**
Public-Non Institutions	Remote E-voting	43,497,534	90,246	0.2075	83,736	6,510	92.7864	7.2136
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**91,947**	**0.2114**	**85,436**	**6,511**	**92.9187**	**7.0813**
Total		**2,694,936,950**	**2,269,821,441**	**84.2254**	**2,234,396,401**	**35,425,040**	**98.4393**	**1.5607**

3. Ordinary Resolution: To re-appoint Mr. Gopal Vittal (DIN: 02291778) as a Director liable to retire by rotation

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of shares held**	**No of Valid Votes Polled**	**% of Votes Polled on Outstanding Shares**	**No. of Votes in Favour**	**No. of Votes Against**	**% of votes in favour on Votes Polled**	**% of votes against on Votes Polled**
		(1)	**(2)**	**(3)=(2)/(1)*100**	**(4)**	**(5)**	**(6)=(4)/(2)*100**	**(7)=(5)/(2)*100**
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	730,669,382	92.2546	532,353,579	198,315,803	72.8583	27.1417
	E-voting at AGM		-	0.0000	-	0	0.0000	0.0000
	Total		**730,669,382**	**92.2546**	**532,353,579**	**198,315,803**	**72.8583**	**27.1417**
Public-Non Institutions	Remote E-voting	43,497,534	90,190	0.2073	84,808	5,382	94.0326	5.9674
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**91,891**	**0.2113**	**86,508**	**5,383**	**94.1420**	**5.8580**
Total		**2,694,936,950**	**2,590,186,672**	**96.1131**	**2,391,865,486**	**198,321,186**	**92.3434**	**7.6566**

4. Ordinary Resolution: To re-appoint Mr. Thomas Reisten (DIN: 06900067) as a Director liable to retire by rotation

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of shares held**	**No of Valid Votes Polled**	**% of Votes Polled on Outstanding Shares**	**No. of Votes in Favour**	**No. of Votes Against**	**% of votes in favour on Votes Polled**	**% of votes against on Votes Polled**
		(1)	**(2)**	**(3)=(2)/(1)*100**	**(4)**	**(5)**	**(6)=(4)/(2)*100**	**(7)=(5)/(2)*100**
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	730,669,382	92.2546	439,827,568	290,841,814	60.1952	39.8048
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**730,669,382**	**92.2546**	**439,827,568**	**290,841,814**	**60.1952**	**39.8048**
Public-Non Institutions	Remote E-voting	43,497,534	90,568	0.2082	83,307	7,261	91.9828	8.0172
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**92,269**	**0.2121**	**85,007**	**7,262**	**92.1295**	**7.8705**
Total		**2,694,936,950**	**2,590,187,050**	**96.1131**	**2,299,337,974**	**290,849,076**	**88.7711**	**11.2289**

5. Ordinary Resolution: To re-appoint Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration no. 117366W/ W-100018) as the Statutory Auditors of the Company

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of shares held**	**No of Valid Votes Polled**	**% of Votes Polled on Outstanding Shares**	**No. of Votes in Favour**	**No. of Votes Against**	**% of votes in favour on Votes Polled**	**% of votes against on Votes Polled**
		(1)	**(2)**	**(3)=(2)/(1)*100**	**(4)**	**(5)**	**(6)=(4)/(2)*100**	**(7)=(5)/(2)*100**
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	730,669,382	92.2546	730,669,382	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**730,669,382**	**92.2546**	**730,669,382**	**-**	**100.0000**	**0.0000**
Public-Non Institutions	Remote E-voting	43,497,534	90,814	0.2088	85,720	5,094	94.3907	5.6093
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**92,515**	**0.2127**	**87,420**	**5,095**	**94.4928**	**5.5072**
Total		**2,694,936,950**	**2,590,187,296**	**96.1131**	**2,590,182,201**	**5,095**	**99.9998**	**0.0002**

6. Ordinary Resolution: To appoint Mr. Sunil Sood (DIN: 03132202) as a Director, liable to retire by rotation

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of shares held**	**No of Valid Votes Polled**	**% of Votes Polled on Outstanding Shares**	**No. of Votes in Favour**	**No. of Votes Against**	**% of votes in favour on Votes Polled**	**% of votes against on Votes Polled**
		(1)	**(2)**	**(3)=(2)/(1)*100**	**(4)**	**(5)**	**(6)=(4)/(2)*100**	**(7)=(5)/(2)*100**
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	730,669,382	92.2546	531,316,675	199,352,707	72.7164	27.2836
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**730,669,382**	**92.2546**	**531,316,675**	**199,352,707**	**72.7164**	**27.2836**
Public-Non Institutions	Remote E-voting	43,497,534	90,254	0.2075	86,394	3,860	95.7232	4.2768
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**91,955**	**0.2114**	**88,094**	**3,861**	**95.8012**	**4.1988**
Total		**2,694,936,950**	**2,590,186,736**	**96.1131**	**2,390,830,168**	**199,356,568**	**92.3034**	**7.6966**

7. Special Resolution: To re-appoint Ms. Anita Kapur (DIN: 07902012) as an Independent Director of the Company

Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
Category	**Mode of Voting**	**No. of shares held**	**No of Valid Votes Polled**	**% of Votes Polled on Outstanding Shares**	**No. of Votes in Favour**	**No. of Votes Against**	**% of votes in favour on Votes Polled**	**% of votes against on Votes Polled**
		(1)	**(2)**	**(3)=(2)/(1)*100**	**(4)**	**(5)**	**(6)=(4)/(2)*100**	**(7)=(5)/(2)*100**
Promoters and Promoter Group	Remote E-voting	1,859,425,399	1,859,425,399	100.0000	1,859,425,399	-	100.0000	0.0000
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**1,859,425,399**	**100.0000**	**1,859,425,399**	**-**	**100.0000**	**0.0000**
Public-Institutions	Remote E-voting	792,014,017	730,303,479	92.2084	681,784,121	48,519,358	93.3563	6.6437
	E-voting at AGM		-	0.0000	-	-	0.0000	0.0000
	Total		**730,303,479**	**92.2084**	**681,784,121**	**48,519,358**	**93.3563**	**6.6437**
Public-Non Institutions	Remote E-voting	43,497,534	90,699	0.2085	85,260	5,439	94.0032	5.9968
	E-voting at AGM		1,701	0.0039	1,700	1	99.9412	0.0588
	Total		**92,400**	**0.2124**	**86,960**	**5,440**	**94.1126**	**5.8874**
Total		**2,694,936,950**	**2,589,821,278**	**96.0995**	**2,541,296,480**	**48,524,798**	**98.1263**	**1.8737**

Total issued share capital of the Company includes 50 (fifty) shares which are lying in Indus Towers Limited – Unclaimed Suspense Account of which voting rights are frozen till the rightful owners claim these shares pursuant to Regulation 39 read with Schedule VI (E) (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 520,337 (Five Lakh Twenty Thousand Three Hundred and Thirty Seven Only) shares held by Indus Towers Employees' Welfare Trust ('ESOP Trust') to be treated as 'Non-Promoter Non-Public Shareholding' as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, of which voting rights are not exercised and 1,081 equity shares transferred to Investor Education and Protection Fund (IEPF) on which voting rights has been frozen pursuant to the applicable provisions of Section 124 and 125 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended. The aforesaid shares are part of Total Public- Non Institutions and no voting right has been exercised on these shares.