



June 15, 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: Outcome of the Extraordinary General Meeting dated June 12, 2026 ('EGM') - Press Release and Voting Results**

**Ref: Issuance of equity shares of the Company on a preferential basis to Indian Continent Investment Limited, a promoter group entity, against swap of shares held by Indian Continent Investment Limited in Airtel Africa plc, a subsidiary company ('Proposal')**

Dear Sir/ Ma'am,

Further to our intimation dated June 12, 2026, we hereby submit the following:

1. Press Release dated June 15, 2026 titled '*Bharti Airtel Secures Strong Shareholder Backing for Landmark Africa Stake Consolidation*', as issued by the Company (**Annexure-A**).
2. Voting Results alongwith the consolidated scrutinizer's report (**Annexure-B**).

We are pleased to inform that the members of the Company have approved the Proposal by overwhelming majority.

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**  
(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



## **Bharti Airtel Secures Strong Shareholder Backing for Landmark Africa Stake Consolidation**

*Investors' support affirms strong confidence in a value-accretive, governance-led transaction*

**New Delhi, 15<sup>th</sup> June 2026** – Bharti Airtel Limited (“Bharti Airtel” or “the Company”) today announced that nearly 100% of its shareholders have approved the ongoing transaction to consolidate its stake in key strategic subsidiary Airtel Africa plc, underscoring the highest levels of corporate governance at India’s leading communications provider while reinforcing strong investor confidence. The transaction involves Bharti Airtel issuing equity shares to Indian Continent Investment Limited, a promoter group entity, on a preferential basis, in exchange for its 16.31% stake in Airtel Africa.

The proposal received resounding support from shareholders, including public and institutional investors, reflecting confidence in its strategic rationale and long-term value creation potential. The transaction, being a cashless share-swap, presents an opportunity to the Company to acquire a large block and increase its economic interest in a high-growth asset without any incremental leverage or cash outflow. It also simplifies the Group’s shareholding structure, and enhances transparency, setting a benchmark in corporate governance and capital efficiency.

**Sunil Bharti Mittal, Founder and Chairman, Bharti Enterprises**, said, *“Airtel Africa is central to our growth strategy and is well positioned to deliver robust performance with an increasing contribution to our consolidated revenues. The company has always operated at the highest standards of corporate governance and financial discipline, and this overwhelming support reinforces the confidence that the investors have in the organization. Structured as a share swap, India’s largest ever transaction preserves capital strength for Airtel’s core operations and future growth ambitions. As we look ahead, we see significant potential in Africa for long-term shareholder value creation.”*

The transaction, upon consummation and subject to receipt of all requisite regulatory approvals, will increase Bharti Airtel’s effective stake in Airtel Africa to approximately 79%.

This represents a continuation of the Company’s calibrated approach to progressively strengthen its ownership in Airtel Africa, a known strategic growth platform in the group.

### **About Bharti Airtel**

Headquartered in India, Airtel is a global communications solutions provider with over 650 million customers in 15 countries across India and Africa. The company also has its presence in Bangladesh and Sri Lanka through its associate entities. The company is ranked second amongst mobile operators globally and its networks cover over two billion people. Airtel is India’s largest integrated communications solutions provider and the second largest mobile operator in Africa. Airtel’s retail portfolio includes high-speed 4G/5G mobile, Wi-Fi (FTTH+ FWA) that promises speeds up to 1 Gbps with convergence across linear and on-demand entertainment, video streaming services, digital payments and financial services. For enterprise customers, Airtel offers a gamut of solutions that includes secure connectivity, cloud and data center services, cyber security, IoT, and cloud-based communication. Airtel’s digital arm – Xtelify, empowers telcos globally to leverage the power of AI, data and technology to accelerate their digital transformation and drive growth. Xtelify also offers Airtel Cloud in India enabling enterprises with a sovereign, telco-grade cloud platform that guarantees secure migration, effortless scaling, lower costs and no vendor lock-ins. Within its diversified portfolio, Airtel also offers passive infrastructure services through its subsidiary Indus Tower Ltd. For more details visit [www.airtel.com](http://www.airtel.com)

## Bharti Airtel Limited

Voting Results of Extraordinary General Meeting	
<b>Details of remote e-voting and voting at EGM as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:</b>	
<b>Date of the EGM</b>	June 12, 2026
<b>Total number of shareholders on record date i.e. June 05, 2026</b>	970,485
<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:	13 228



Item No.	1
Details of Agenda	Issuance of equity shares of the Company on preferential basis
Resolution Required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	Yes

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	2,978,329,531	2,978,329,531	100.0000	2,978,329,531	0	100.0000	0.0000
	E-voting during EGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>2,978,329,531</b>	<b>2,978,329,531</b>	<b>100.0000</b>	<b>2,978,329,531</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	Remote e-voting	2,838,274,621	2,541,900,906	89.5580	2,541,220,287	680,619	99.9732	0.0268
	E-voting during EGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>2,838,274,621</b>	<b>2,541,900,906</b>	<b>89.5580</b>	<b>2,541,220,287</b>	<b>680,619</b>	<b>99.9732</b>	<b>0.0268</b>
Public Non-Institutions	Remote e-voting	276,955,828	122,784,691	44.3337	122,757,820	26,871	99.9781	0.0219
	E-voting during EGM		1,856,836	0.6704	1,856,836	0	100.0000	0.0000
	<b>Total</b>	<b>276,955,828</b>	<b>124,641,527</b>	<b>45.0041</b>	<b>124,614,656</b>	<b>26,871</b>	<b>99.9784</b>	<b>0.0216</b>
<b>GRAND TOTAL</b>		<b>6,093,559,980</b>	<b>5,644,871,964</b>	<b>92.6367</b>	<b>5,644,164,474</b>	<b>707,490</b>	<b>99.9875</b>	<b>0.0125</b>

**Note :** As on the Cut-off date i.e. June 05, 2026, the Company's paid-up share capital comprised 6,093,282,313 fully paid-up equity shares of face value Rs. 5 each and 1,110,668 partly paid-up equity shares of face value Rs. 5 each (paid-up value of Rs. 1.25 per share, representing 25% of the face value). This included 2,929 shares in respect of which the First and Final Call amount had been received by the Company, however, owing to technical issues in the respective shareholders' demat accounts, such shares could not be credited to the fully paid-up ISIN and therefore, continues to remain in the partly paid-up ISIN.

Accordingly: (i) the voting rights attached to the partly paid-up shares (i.e. 1,110,668 shares) have been reckoned on a proportionate basis; and (ii) the aforesaid 2,929 shares have been considered as fully paid-up shares for the purpose of these voting results.



# CL & Associates, Company Secretaries

D-20/1, Third Floor, Chhatarpur Enclave, Phase - II, New Delhi-110074, India  
Tel: +91 11-2630 2076; E-mail: [support@corp-nexus.com](mailto:support@corp-nexus.com); Website: [www.corp-nexus.com](http://www.corp-nexus.com)

**Consolidated Scrutinizer's Report**  
*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]*

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

**Subject: Consolidated Scrutinizer Report on remote e-voting and e-voting during the Extraordinary General Meeting of the members of Bharti Airtel Limited held on Friday, June 12, 2026 at 03:00 P.M. (IST) through Video Conferencing (VC)**

Dear Sir,

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 May 13, 2026 for the purpose of scrutinizing the voting through electronic means, i.e. remote e-voting and e-voting in respect of the resolution as set out in the notice dated May 13, 2026 ("**Notice**") of the Extraordinary General Meeting ("**EGM**") held on Friday, June 12, 2026 at 03:00 P.M. (IST) through Video Conferencing (VC) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) (hereinafter to be referred as the "**Act**").

I submit my report as under:

1. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), various applicable circulars issued by the Ministry of Corporate Affairs ("**MCA**") and SEBI (collectively referred to as "**Circulars**"), the EGM of the Company was held through video conferencing (VC) in view of the relaxation provided under the said MCA circulars.
2. In accordance with the applicable Circulars, the Company has sent the Notice along with the explanatory statement through electronic mode only to those members whose e-mail addresses were registered with the Company/ Depositories/ Depository Participants/ Registrar & Share Transfer Agent and whose names were recorded in the Register of Members/ Beneficial owners of the Company as on the Friday, May 15, 2026.

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

- a) Newspaper advertisement published on Tuesday, May 19, 2026 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 applicable Circulars. In addition to the said advertisements, the Company also sent a physical communication along with a copy of Form ISR-1, to all the members whose email addresses are not registered in the records requesting them to get their email addresses registered by providing the requisite documents.
  - b) Newspaper advertisement published on Friday, May 22, 2026, regarding completion of dispatch of Notice and also specifying therein the matters prescribed in the Rules and MCA Circulars with regard to remote e-voting and e-voting during the meeting.
3. The Company has engaged KFin Technologies Limited, Registrar & Share Transfer Agent, ("**KFin**") as the service provider for extending the facility of remote e-voting and e-voting during the EGM to the members. The **Remote e-voting period commenced on Monday, June 08, 2026 at 09:00 A.M. (IST) and ended on Thursday, June 11, 2026 at 05:00 P.M. (IST).**



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- 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 Circulars; and (iii) the Listing Regulations in respect of the resolution contained in the Notice as well as to ensure a secured framework and robustness of electronic voting system.
- My responsibility as Scrutinizer for e-voting process was restricted to make the Scrutinizer's Report on the votes cast in "Favour" or "Against" by the members in respect of the resolution set out in the Notice, based on verification of data and reports generated from the voting system provided by KFin, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically.
- The members of the Company holding equity shares, as on the **cut-off date i.e. Friday, June 05, 2026** were entitled to vote on the proposed resolution as set out in the Notice, through remote e-voting/ e-voting at the EGM.
- The total paid up Equity Share Capital of the Company as on the cut-off date i.e. Friday, June 05, 2026, was Rs. 30,46,77,99,900/- (Rupees Three Thousand Forty-Six Crore Seventy-Seven Lakh Ninety-Nine Thousand Nine Hundred only) divided into 6,09,32,82,313 (Six Hundred Nine Crore Thirty-Two Lakh Eighty-Two Thousand Three Hundred and Thirteen) fully paid-up equity shares of the face value of Rs. 5/- (Rupees Five only) each and 11,10,668 (Eleven Lakh Ten Thousand Six Hundred and Sixty-Eight) partly paid-up equity shares of face value of Rs. 5/- (Rupees Five only) with paid-up value of Rs. 1.25/- (Rupee One and Paise Twenty-Five only) each.

As per Section 47 of the Act, 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, 11,10,668 (Eleven Lakh Ten Thousand Six Hundred and Sixty-Eight) partly paid-up equity shares represent 2,77,667 (Two Lakh Seventy Seven Thousand Six Hundred and Sixty-Seven) votes based on their paid-up value.

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

Type of shares/ capital	Paid-up value per equity share (In Rs.)	No. of Shares	No. of Votes
Fully paid-up	5	6,09,32,82,313	6,09,32,82,313
Partly paid-up	1.25	11,10,668	2,77,667
<b>TOTAL</b>		<b>6,09,43,92,981</b>	<b>6,09,35,59,980</b>

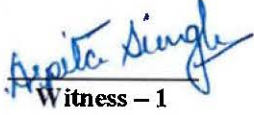
- As on the cut-off date, the total issued share capital of the Company includes 181 (One Hundred Eighty One) equity shares which are lying in the suspense account, of which voting rights are frozen till rightful owners claim pursuant to Regulation 34 read with Schedule V (F)(e) of Listing Regulations and 24,53,903 (Twenty Four Lakh Fifty-Three Thousand Nine Hundred and Three) equity shares by Bharti Airtel Employees' Welfare Trust ("ESOP Trust") which are 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 2,62,234 (Two Lakh Sixty-Two Thousand Two Hundred Thirty-Four) 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) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rule, 2016.
- In addition to the remote e-voting, the Company also provided a facility of e-voting at the EGM held on Friday, June 12, 2026, to facilitate those members who were attending the EGM but could not cast their votes during the remote e-voting period.



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10. The votes cast during the e-voting were unblocked by me on Friday, June 12, 2026 after the conclusion of EGM in the presence of two witnesses, Kirti Arora and Arpita Singh who are not in the employment of the Company and/ or KFin. They have signed below in confirmation of the same:

  
Witness - 1

  
Witness - 2

11. There was no member who opted for both the facilities i.e. remote e-voting and e-voting at the EGM. Further, the members who voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted have been considered.
12. The consolidated summary of results of e-voting at EGM and remote e-voting are as under:

**Resolution: Issuance of equity shares of the Company on preferential basis:**


Special Resolution					
Particulars	Nature of shares	Number of Valid Votes			%
		Remote e-voting	E-voting at EGM	Total e-votes	
Assent	Fully Paid-up	5,64,23,07,501	18,56,836	5,64,41,64,474	99.9875
	Partly Paid-up	137	-		
Dissent	Fully Paid-up	7,07,490	-	7,07,490	0.0125
	Partly Paid-up	-	-		

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 *Annexure A*.

13. Based on the aforesaid results, I report that the resolution as set out in the Notice has been passed with requisite majority.
14. 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 of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking you,

For CL & Associates  
Company Secretaries  
Firm Unique Code: P2021DE084900

  
.....  
Harish Chawla, Partner  
Membership No. F9002  
CP No. 15492  
PR No. 7371/2025  
UDIN: F009002H000625761

Date: June 15, 2026  
Place: New Delhi



Countersigned by

  
.....  
Rohit Krishan Puri  
Company Secretary & Compliance Officer  
Bharti Airtel Limited

# CL & Associates, Company Secretaries

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## Annexure A

Details of remote e-voting and e-voting at the EGM are as under:

### **VOTING THROUGH REMOTE E-VOTING:**

Particulars	No. of members voted	No. of e-votes	Percentage
a) Total votes received	3,826	5,64,30,14,991	100.00
b) Less: Invalid votes	-	-	-
c) Net valid votes	3,826	5,64,30,14,991	100.00
d) Votes with assent	3,728	5,64,23,07,501	99.9875
e) Votes with dissent	98	7,07,490	0.0125

### **VOTING THROUGH E-VOTING AT THE EGM:**

Particulars	No. of members voted	No. of e-votes	Percentage
a) Total votes received	75	18,56,836	100.00
b) Less: Invalid votes	-	-	-
c) Net valid votes	75	18,56,836	100.00
d) Votes with assent	75	18,56,836	100.00
e) Votes with dissent	-	-	-

