

ANNOUNCEMENT ON OF THE RESULT OF THE POLL

16th Annual General Meeting of Members

Beetel Teletech Limited

First Floor, Plot No.16, Udyog Vihar, Phase-IV,
Gurgaon-122015 (Haryana)

On the basis of the report made by the scrutinizer of the 16th Annual General Meeting of the Members of Beetel Teletech Limited

1. the results of the Postal Ballot forms including e-voting is as under:

(a) **Resolution No. 1**— Ordinary Business - To adopt Audited Annual Accounts for the year ended 31st March, 2015.

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

(b) **Resolution No. 2** — Ordinary Business - To not appoint (including re-appoint) Mr. Manoj Kohli (who retires by rotation at this Annual General Meeting and does not offers himself for reappointment) or any other person in his place as Director liable to retire by rotation.



BEETEL TELETECH LIMITED
a Brightstar Company

Regd. Office: 1st Floor, Plot No. 16, Udyog Vihar Phase IV, Gurgaon 122015, Haryana, India

T: +91-124-4823500, F: +91-124-4146130

W: www.beetel.in

CIN: U32204HR1999PLC042204

Total number of vote Cast: 49,43,667

Invalid Votes: 20

Total Valid votes: 49,43,647

Number of Votes FOR the Resolution: 49,43,647

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (c) **Resolution No. 3—** Ordinary Business - To appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company for five years.

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (d) **Resolution No. 4— Special** Business - To appoint Ms. Geeta Mathur as Woman (Independent director) of the company for five years.

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (e) **Resolution No. 5— Special** Business - To appoint Ms. Rajesh Madan as Independent director of the company for five years

Total number of vote Cast: 49,43,667

Invalid Votes: 19



Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (f) **Resolution No. 6– Special Business** - To appoint Mr. Noel Marsden as Director liable to retire by rotation.

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (g) **Resolution No. 7– Special Business** - To approve the remuneration of Mr. Alok Shankar, Whole Time Director for financial year 2015-16

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648

Number of votes AGAINST the Resolution: NIL

Result: Passed

- (h) **Resolution No. 8– Special Business** - To ratify the remuneration payable to M/s. K .G. Goyal & Associates, Cost Accountants as Cost Auditors of the Company.

Total number of vote Cast: 49,43,667

Invalid Votes: 19

Total Valid votes: 49,43,648

Number of Votes FOR the Resolution: 49,43,648



Number of votes AGAINST the Resolution: NIL

Result: Passed

Signature


ALOK SHANKAR
CEO

The Chairman

Place: Gurgaon

Date: 11th September 2015

Time: 17.00 IST





AISHWARYA M GAHRANA & ASSOCIATES

Company Secretaries

Scrutinizer's Report

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

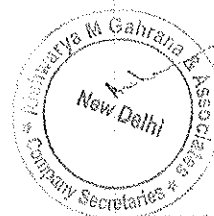
To,
The Chairperson,
15th Annual General Meeting of Members
Beetel Teletech Limited,
First Floor, Plot No.16, Udyog Vihar, Phase-IV,
Gurgaon-122015 (Haryana)

Dear Sir,

Sub: Scrutinizer's Report on Electronic Voting

I, Aishwarya Mohan Gahrana, Company Secretary In Practice, Aishwarya M Gahrana & Associates, New Delhi, was appointed as Scrutinizer by the Board of Directors of Beetel Teletech Limited ("the Company") for conducting the Remote electronic voting process and voting through ballot paper at the venue of Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for the said voting for the below mentioned resolutions, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>) for conducting e-voting by the Shareholders of the Company. Further, the shareholders holding shares as on the "cut-off" date of 1st September



Page 1 of 13



2015, were entitled to vote on the proposed resolutions as set out at item numbers 1, 2, 3, 4, 5, 6, 7, and 8 in the electronic Voting as mentioned in the Notice of 16th Annual General Meeting of the company dated 10th August 2015 and through ballot paper at the venue of the Annual General Meeting.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under relating to e-voting and postal ballot on the resolutions contained in the Notice of 16th Annual General Meeting of the company dated 10th August 2015.

My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company and Physical Ballot tool place at general meeting, respectively.

Further to above, I submit my report as under:

1. The remote e-voting period remained open from 9.00 AM on Saturday, 5th Day of September, 2015 up to 5.00 PM on Monday, 7th September, 2015 (both days inclusive) and the NSDL e-voting platform was blocked thereafter.
2. The votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through physical ballot forms at the venue of the 16th Annual General Meeting casted on 8th September, 2015 received up to Tuesday, 8th September, 2015, were considered.
3. Thereafter, I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the NSDL.





e-voting system and the ballot forms received respectively and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014

4. Total 49,43,648 valid votes was casted out of total 50,91,607 votes in this general meeting, this amount to 97.09% of polling. Among these votes 22,66,370 votes was casted through remote electronic voting which amount to 45.84% of remote electronic voting.
5. Accordingly, the results of the Postal Ballot forms including e-voting is as under:

- (a) **Resolution No. 1--** Ordinary Business - To adopt Audited Annual Accounts for the year ended 31st March, 2015.

- (i) Voted in **favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100





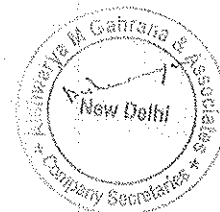
(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

- (b) **Resolution No. 2** – Ordinary Business - To not appoint (including re-appoint) Mr. Manoj Kohli (who retires by rotation at this Annual General Meeting and does not offers himself for reappointment) or any other person in his place as Director liable to retire by rotation.





(i) Voted **in favour** of the resolution:

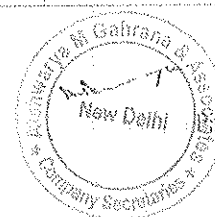
	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,68,370	-
Physical	52	26,77,277	-
Total	57	49,43,647	100

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	5	20
Total	5	20





(c) **Resolution No. 3**--- Ordinary Business - To appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company for five years.

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0





(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

(d) **Resolution No. 4~ Special Business** - To appoint Ms. Geeta Mathur as Woman (Independent director) of the company for five years.

(i) **Voted in favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100

(ii) **Voted against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast





E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(iii) **Invalid votes:**

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

(e) **Resolution No. 5- Special Business - To appoint Ms. Rajesh Madan as Independent director of the company for five years**

(i) **Voted in favour of the resolution:**

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100



(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

(f) **Resolution No. 6-- Special Business - To appoint Mr. Noel Marsden as Director liable to retire by rotation.**(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system and through physical	Number of votes cast by them	% of total number of valid votes
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	mode		cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(iii) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

(g) **Resolution No. 7--- Special Business** - To approve the remuneration of Mr. Alok Shankar, Whole Time Director for financial year 2015-16





(I) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100

(II) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0

(III) **Invalid** votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0





Physical	4	19
Total	4	19

(h) **Resolution No. 8-- Special Business -** To ratify the remuneration payable to M/s. K .G. Goyal & Associates, Cost Accountants as Cost Auditors of the Company.

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	5	22,66,370	-
Physical	53	26,77,278	-
Total	58	49,43,648	100

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system and through physical mode	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	-
Physical	0	0	-
Total	0	0	0





(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical	4	19
Total	4	19

6. The Register, all other papers and relevant records relating to postal ballot including electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to Mr. Abhay Singh, Company Secretary of the company for safe keeping.

Thanking you,

Yours faithfully,

Aishwarya Mohan Gahrana

Aishwarya M Gahrana & Associates,

Company Secretaries.



Date: 11th September 2015

Place: New Delhi