

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

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Consolidated Scrutinizer's Report

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

To,
The Chairman

BEETEL TELETECH LIMITED

(Formerly Known as Brightstar Telecommunications India Limited)

(CIN: U32204HR1999PLC042204)

First Floor, Plot No. 16, Udyog Vihar,
Phase IV, Gurgaon, Haryana – 122015

Dear Sir,



I, Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as "Scrutinizer" by the Board of Directors of Beetel Teletel Limited (Formerly Known as Brightstar Telecommunications India Limited) ("**the Company**") in its meeting held on October 30, 2021 for the purpose of scrutinizing the voting process, i.e. remote e-Voting and e-Voting during the Extraordinary General Meeting (EGM), under the provisions of Section 108 of the Act read with the Rules and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020, 39/ 2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 respectively ("**MCA Circulars**") issued by the Ministry of Corporate Affairs ("**MCA**") on the resolution mentioned in Notice dated October 30, 2021 ("**EGM Notice**") for the EGM of the Company held on Friday, December 03, 2021 at 3:30 P.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

I submit my report as under:-

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; related to e-Voting in respect of the resolutions contained in the EGM Notice and also for ensure a secured framework for e-Voting.



2. My responsibility as Scrutinizers for e-Voting at EGM and remote e-Voting is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the EGM Notice, based on the report generated from the e-Voting system provided by National Securities Depositories Limited ("**NSDL**").
3. The remote e-Voting period commenced on Tuesday, November 30, 2021 at 09:00 A.M. and ended on Thursday, December 02, 2021 at 05:00 P.M. via e-Voting platform on the designated website of NSDL, Authorized Agency to provide e-Voting facility viz.: <https://www.evoting.nsdl.com>. The Company provided e-Voting facility to the Members who participated/ attended the Meeting through VC/OAVM to enable such Members to cast their votes, if they had not cast their votes earlier through remote e-Voting.
4. The Members of the Company as on the "cut off" date i.e. Friday, November 26, 2021 were entitled to avail the facility of remote e-Voting as well as e-Voting at the EGM on the proposed resolutions as set out in the EGM Notice.
5. The total paid up Equity Share Capital of the Company as on Friday, November 26, 2021 was Rs. 5,09,16,070 (Rupees Five Crore Nine Lakh Sixteen Thousand Seventy Only) divided into 50,91,607 (Fifty Lakh Ninety One Thousand Six Hundred and Seven) equity shares of Rs. 10/- (Rupees Ten Only) each.
6. After completion of e-Voting at the EGM, the votes cast by the members through e-Voting at EGM and through remote e-Voting were unblocked in the presence of two witnesses i.e, Mr. Rishab Kansal and Mr. Prashant Kishanani who are not in the employment of the Company who have signed below:


7. The data of remote e-Voting and e-Voting at EGM was diligently scrutinized and reconciled with the records maintained by the MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent (RTA) of the Company. Detailed registers were maintained containing the summary of results of remote e-Voting and e-Voting at EGM.
8. There was no shareholder who opted for both facility i.e. remote e-Voting and e-Voting at EGM.



9. The consolidated summary of results of remote e-Voting and e-Voting during EGM are as under:

Resolutions No. 1: To sell, dispose and/or transfer fixed assets/ undertaking(s) of the Company

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at EGM	Remote e-Voting	Total	
Assent	1	49,46,307	49,46,308	99.9988
Dissent	0	60	60	0.0012
Total	1	49,46,367	49,46,368	100

Therefore, the Resolution No. 1 has been approved with requisite majority. Details of e-Voting at EGM & remote e-Voting are given in **Annexure- A.**

Resolutions No. 2: To make investments in excess of limits specified under section 186 of the Companies Act, 2013.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at EGM	Remote e-Voting	Total	
Assent	1	49,46,367	49,46,368	100.0000
Dissent	0	0	0	0.0000
Total	1	49,46,367	49,46,368	100.0000

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of e-Voting at EGM & remote e-Voting are given in **Annexure- B**



Resolution No. 3: To revise remuneration of Mr. Sanjeev Chhabra as Managing Director of the Company w.e.f. April 1, 2021.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Voting at EGM	Remote e-Voting	Total	
Assent	1	49,46,307	49,46,308	99.9988
Dissent	0	60	60	0.0012
Total	1	49,46,367	49,46,368	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of e-Voting at EGM & remote e-Voting are given in **Annexure- C**

10. The register containing the details of remote e-Voting and e-Voting at the EGM is under my safe custody and will be handed over to the Company Secretary or any other authorized person of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking you,

**For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**

Countersigned by

Devesh Kumar Vasisht

Devesh Kumar Vasisht

Scrutinizer

CP No.:13700

UDIN: F008488C001648786

Date: December 03, 2021

Place: New Delhi



Annexure - A

Details of e-Voting at EGM & remote e-Voting for Resolution No.-1 are as under:

A1. VOTING THROUGH E-VOTING AT EGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1	1	10
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	1	1	10
d) Votes with Assent	1	1	10
e) Votes with Dissent	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	99	49,46,367	4,94,63,670
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	99	49,46,367	4,94,63,670
d) Votes with Assent	98	49,46,307	4,94,63,070
e) Votes with Dissent	1	60	600



Annexure - B

Details of e-Voting at EGM & remote e-Voting for Resolution No.-2 are as under:

B1. VOTING THROUGH E-VOTING AT EGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1	1	10
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	1	1	10
d) Votes with Assent	1	1	10
e) Votes with Dissent	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	99	49,46,367	4,94,63,670
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	99	49,46,367	4,94,63,670
d) Votes with Assent	99	49,46,367	4,94,63,670
e) Votes with Dissent	0	0	0



Details of e-Voting at EGM & remote e-Voting for Resolution No.-3 are as under:

C1. VOTING THROUGH E-VOTING AT EGM:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	1	1	10
b) Less: Invalid Votes	0	0	0
c) Net Valid votes	1	1	10
d) Votes with Assent	1	1	10
e) Votes with Dissent	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	99	49,46,367	4,94,63,670
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	99	49,46,367	4,94,63,670
d) Votes with Assent	98	49,46,307	4,94,63,070
e) Votes with Dissent	1	60	600

