



GROVER AHUJA & ASSOCIATES

Company Secretaries

Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act 2013 and Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
M/s Beetel Teletech Limited
First Floor, Plot No. 16, Udyog Vihar,
Phase IV, Gurgaon, Haryana-122015

Subject: Report on resolution(s) passed through poll and remote e-Voting conducted at Extra-Ordinary General Meeting of Beetel Teletech Limited held on Tuesday, 31st January, 2017 at 10:00 A.M. at K-3, DLF Phase-II, Community Centre, Gurugram- 122002

Dear Sir,

I, Jayanti Sharma, on behalf of, M/s Grover Ahuja and Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Beetel Teletech Limited vide their board resolution passed by circulation dated 27th December, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 27th January, 2017 commenced from 09:00 A.M. to 30th January, 2017 till 5:00 P.M. and to act as the scrutinizer for the ballot conducted at the meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) Secretarial Standard-2 issued by ICSI.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated 29th December, 2016, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the ballot process held on Tuesday, 31st January, 2017 at 10:00 A.M. at the Extra-Ordinary General Meeting of the Company.

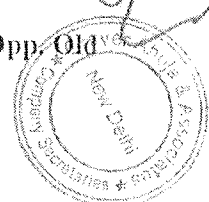
E-Voting facility was offered to only those members whose name was in the register of members on the cut-off date (i.e. 24th January, 2017) as mentioned in the Notice and Publication in the newspaper.

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110005

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The e-votes cast were unblocked on Tuesday, 31st January, 2017 in the presence of 2 witnesses, Ms. Alifia Jafri and Mr. Rohit Khatri, who were not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature:

Name: Ms. Alifia Jafri

Signature:

Name: Mr. Rohit Khatri

On the basis of the data downloaded from official website of NSDL for the purpose of e-Voting and the votes counted in the ballot conducted at the EOGM, I submit herewith the combined report on e-Voting together with that of the Ballot as under:

Item No. 1: Special Resolution

Approval of change in name of the Company from "BEETEL TELETECH LIMITED" to "BRIGHTSTAR TELECOMMUNICATIONS INDIA LIMITED":

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
43	4945405	100

ii. Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes:

Number of members voted	Number of votes casted by them
2	3

The above resolution stand passed under e-Voting and Ballot with the requisite majority.

The combined result of the votes (electronic and physical) is annexed as Annexure with this report.

I report that the Chairman or any other person as authorized may declare and confirm the above results of e-Voting as well as Ballot Process.

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I further report that Rule No. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The polling papers and other relevant records relating to e-Voting and Ballot will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act the scrutinizer for the purpose of e-Voting and Ballot Process.

Thanking You.
Yours faithfully,

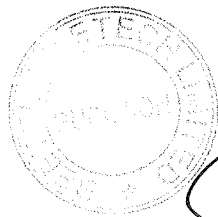
For Grover Ahuja and Associates
Company Secretaries

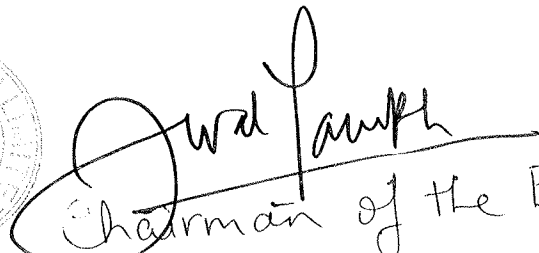

Jayanti Sharma
C.P. No. 12794
Membership No. 22180



Date: 1st February, 2017

Place: New Delhi




Chairman of the ECM dtd 31/01/17

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GROVER AHUJA & ASSOCIATES

Company Secretaries

Annexure

Combined Results of the votes (Electronic and Physical)

1. Approval of change in name of the Company from "BEETEL TELETECH LIMITED" to "BRIGHTSTAR TELECOMMUNICATIONS INDIA LIMITED"

Resolution Required: (Ordinary/Special)

Special Resolution

Whether promoter/ promoter group/ are interested in the agenda/
resolution:

No

Category	Mode of voting	No. of shares held	No. of 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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting		2266277	46.60	2266277	0	100	0
	Poll	4862997	2596720	53.40	2596720	0	100	0
	Sub- Total		4862997	100	4862997	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		82321	36.01	82321	0	100	0
	Poll	228610	87	0.04	87	0	100	0
	Sub- Total		82408	36.05	82408	0	100	0
TOTAL		5091607	4945405	97.13	4945405	0	100	0

*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

CONCLUSION: The above SPECIAL RESOLUTION as per the Notice convening the Extra-Ordinary General Meeting of the Company has been CARRIED WITH REQUISITE MAJORITY.

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