



October 21, 2021

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

Sub: Corporate Governance Report pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 for the quarter ended September 30, 2021

Dear Sir/ Madam,

In accordance with provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Corporate Governance Report for the quarter ended September 30, 2021 is enclosed.

Kindly take the same on your records.

Thanking you

Yours faithfully,

For **Bharti Telecom Limited**


Rohit Krishan Puri
Company Secretary



Bharti Telecom Limited

(a Bharti Enterprise)

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CIN: U32039HR1985PLC032091

Annexure 1

1. Name of Listed Entity : Bharti Telecom Limited
2. Quarter ending : September 30,2021

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN& DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Sunil Bharti Mittal	Pan: ABBPM8878J DIN: 00042491	Chairperson	16-10-1986				23/10/1957	2	0	0	0
Mr	Dvendra Khanna	PAN: AAFPK2893L DIN: 01996768	Executive Director	29-01-2008				14/07/1960	1	0	0	0
Mr	Rajan Bharti Mittal	PAN: ABBPM8873 D	Non-Executive - Non	16-03-1989				01/01/1960	1	0	2	0

		DIN: 00028016	Independent Director									
Ms	Chua Sock Koong	PAN: AVLPC7431R DIN: 00047851	Non-Executive - Non Independent Director	27-02- 2003				14-09- 1957	2	0	0	0
Mr	Tao Yih Arthur Lang	PAN: AXIPL4588R DIN: 07798156	Non-Executive - Non Independent Director	10-05- 2017				06-01- 1972	1	0	1	0
Mr	Ravinder Arora	PAN: AACPA7380 DIN: H00050336	Non-Executive - Independent Director	31-03- 2015	1/08/201 9		26	27/08/1 960	2	0	0	0
Mr	Rajiv Kumar Chaudhri	PAN: AAGPC2897P DIN: 00042503	Non-Executive - Independent Director	01-08- 2019			26	14/09/1 948	2	1	0	0
Mr	Ravi Kumar Kaushal	PAN: AANPK1021 DIN: C02814471	Non-Executive - Independent Director	26-01- 2021			8	26/03/1 956	1	0	1	0
		Whether Regular chairperson appointed YES										
		Whether Chairperson is related to managing director or CEO No										
		* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.										

II. Composition of Committees			
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
1. Audit Committee	YES	Rajan Bharti Mittal	Chairperson
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director
		Ravinder Arora	Non-Executive - Independent Director
		Rajiv Kumar Chaudhri	Non-Executive - Independent Director
		Ravi Kumar Kaushal	Non-Executive - Independent Director
2. Nomination & Remuneration Committee	YES	Rajan Bharti Mittal	Chairperson
		Chua Sock Koong	Non-Executive - Non Independent Director
		Ravinder Arora	Non-Executive - Independent Director
		Rajiv Kumar Chaudhri	Non-Executive - Independent Director
		Ravi Kumar Kaushal	Non-Executive - Independent Director
3. Risk Management Committee(if applicable)	YES	Rajan Bharti Mittal	Chairperson
		Dvendra Khanna	Executive Director
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director
4. Stakeholders Relationship Committee'	YES	Rajan Bharti Mittal	Chairperson
		Devendra Khanna	Non-Executive - Non Independent Director
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
17-05-2021	03-08-2021	Yes	8	3	77
	17-09-2021	Yes	8	3	44

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee					
03-08-2021	Yes	5	3	May 17, 2021	77
17-09-2021	Yes	5	3		44

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	refer note below YES

Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A
<p>Note:</p> <p>1 In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, “Yes” may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.</p> <p>2 If status is “No” details of non-compliance may be given here.</p>	
<p>VI. Affirmations</p>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.- YES</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p style="padding-left: 20px;">a. Audit Committee- Yes</p> <p style="padding-left: 20px;">b. Nomination & Remuneration Committee Yes</p> <p style="padding-left: 20px;">c. Stakeholders Relationship Committee Yes</p> <p style="padding-left: 20px;">d. Risk management committee (as applicable) Yes</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- YES</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.NA</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. NA</p>	

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website</i>	<i>46(2)</i>	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	<i>18(1)(d)</i>	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting</i>	<i>19(3)</i>	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting</i>	<i>20(3)</i>	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report*</i>	<i>34(3) read with para C of Schedule V</i>	Yes

I. Disclosure of Loans / guarantees / comfort letters / securities etc. (Figures in Millions)

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them	Not Applicable	Not Applicable
Directors (including relatives) or any other entity controlled by them	1750	5200
KMPs or any other entity controlled by them	Not Applicable	Not Applicable

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, inconnection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during sixmonths	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable
Directors (including relatives) or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable

KMP or any other s controlled by entit y them	Not Applicable	Not Applicable	Not Applicable
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(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt provided by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable
Promoter Group or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable
Directors (including relatives) or any other entity controlled by them	Not Applicable	Not Applicable	Not Applicable
KMP or any other s entity controlled by them	Not Applicable	Not Applicable	Not Applicable

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - a) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..*

For Bharti Telecom Limited

Sd/-

**Rohit Krishan Puri
Company Secretary**