

## Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	Bharti Telecom Limited
Date of Start of Financial Year	1-Apr-23
Date of End of Financial Year	31-Mar-24
Quarter Ended	31-Dec-23
Reporting Quarter	Quarterly
Date of Submission of report on NEAPS	
Whether the Company was HVDL as on <b>March 31, 2023.</b>	Yes
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	No

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 Reap-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  [with reference to proviso to regulation 17A(1)] & 17A(2)]	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	DIN:00042491	Non-Executive -Chairperson	16/10/1986				23/10/1957	2	0	0	0
Mr.	Devendra Khanna	DIN: 01996768	Executive Director	01/10/2014				14/07/1960	2	0	1	0
Mr.	Rajan Bharti Mittal	DIN: 00028016	Non-Executive - Non Independent Director	16/03/1989				01/01/1960	4	2	2	2
Ms.	Chua Sock Koong	DIN: 00047851	Non-Executive - Non Independent Director	27/02/2003				14/09/1957	2	0	0	0
Mr.	Tao Yih Arthur Lang	DIN: 07798156	Non-Executive - Non Independent Director	10/05/2017				06/01/1972	2	0	2	0
Mr.	Ravi Kumar Kaushal	DIN:02814471	Non-Executive -Independent Director	26/01/2021			35.05	26/03/1956	1	1	2	5
Mr.	Arvind Kohli	DIN: 00001920	Non-Executive -Independent Director	23/03/2023			9.08	30/07/1961	2	2	7	3
		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.										

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) &amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	16/03/1989	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	10/05/2017	
		Ravi Kumar Kaushal	Non-Executive - Independent Director	26/01/2021	
		Arvind Kohli	Non-Executive - Independent Director	23/03/2023	
2. Nomination & Remuneration Committee	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	16/03/1989	
		Chua Sock Koong	Non-Executive - Non Independent Director	27/02/2003	
		Ravi Kumar Kaushal	Non-Executive - Independent Director	26/01/2021	
		Arvind Kohli	Non-Executive - Independent Director	23/03/2023	
3. Risk Management Committee(if applicable)	YES	Ravi Kumar Kaushal	Non-Executive -Chairperson	16/03/1989	
		Devendra Khanna	Executive Director	29/01/2008	
		Arvind Kohli	Non-Executive - Independent Director	23/03/2023	
		Rajan Bharti Mittal	Non- Executive Director	16/03/1989	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	10/05/2017	
4. Stakeholders Relationship Committee'	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	16/03/1989	
		Devendra Khanna	Executive Director	29/01/2008	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	10/05/2017	
<p><i>&amp; 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</i></p>					

<b>III. Meeting of Board of Directors</b>					
<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* (Yes / No)</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>
03/08/2023					
	31/10/2023	Yes	6	2	82
	27/11/2023	Yes	6	2	27

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

<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)* (Yes / No)</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>
<b>Audit Committee</b>				<b>Audit Committee</b>	
31/10/2023	Yes	4	2	03/08/2023	82
30/11/2023	Yes	4	2		30
* 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					

<b>V. Related Party Transactions</b>		
<b>Subject</b>	<b>Compliance status (Yes/No) refer note below</b>	<b>Detailed Reason / explanation for Non-compliance</b>
Whether prior approval of audit committee obtained	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	Yes	

Note:

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.

2 If status is "No" details of non-compliance may be given here.

<b>VI. Details of Cyber Security incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of Event	NA
Breif Details of Event	NA

<b>VII. Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No)</b>	<b>Detailed Reason / explanation for Non-compliance</b>
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	-	Yes*	
The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-		
a. Audit Committee		Yes*	
b. Nomination & Remuneration Committee		Yes*	
c. Stakeholders Relationship Committee		Yes*	
d. Risk management committee (as applicable)		Yes*	
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	
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.	-	Yes*	
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.	-	Yes	

\* Pursuant to the explanation (a) under Reg 16(1)(b) all Non executive Directors of the Company are are considered as Independent Directors for Bharti Telecom Limited

**For Bharti Telecom Limited**

**Rohit Krishan Puri**  
**Company Secretary**