

Bharti Telecom Limited

CIN: U32039HR1985PLC032091

Regd. Office: Airtel Centre, Plot No. 16, Udyog Vihar, Phase-IV, Gurgaon, Haryana-122001
Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 10070
Tel: +91-124-4222222, **Email:** compliance.officer@bharti.in, **Website:** www.bhartitelecom.in

Notice of the 40th Annual General Meeting

Notice is hereby given that the Fortieth (40th) Annual General Meeting ("AGM/ Meeting") of the Members of Bharti Telecom Limited (hereinafter to be referred as "the **Company**"), will be held on Thursday, September 25, 2025 at 11:00 A.M. (IST) through Video Conferencing ("VC") to transact the following business(es):

Ordinary Business(es):

To consider and if thought fit, to pass the following resolutions with or without modification(s) as Ordinary Resolutions:

- 1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025 together with Reports of the Auditors and Board of Directors thereon.**

"Resolved that the audited standalone financial statements of the Company for the financial year ended March 31, 2025, together with the reports of Auditors and Board of Directors thereon be and are hereby received, considered and adopted."

Resolved further that the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the report of Auditors' thereon, be and are hereby received, considered and adopted."

- 2. To re-appoint Mr. Tao Yih Arthur Lang (DIN: 07798156) as a Director liable to retire by rotation.**

"Resolved that in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Tao Yih Arthur Lang (DIN: 07798156), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Registered Office:

Airtel Centre, Plot No. 16,
Udyog Vihar, Phase - IV,
Gurgaon, Haryana - 122001, India
CIN: U32039HR1985PLC032091
E-mail: compliance.officer@bharti.in

**By order of the Board
For Bharti Telecom Limited**

**Sd/-
Rohit Krishan Puri
Company Secretary & Chief
Compliance Officer
Membership No. A19779**

**Place: New Delhi
Date: May 29, 2025**

NOTES:

1. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), MCA general circular no. 09/2024 dated September 19, 2024, circular no. 09/2023 dated September 25, 2023, circular no. 10/2022 dated December 28, 2022, circular no. 20/2020 dated May 5, 2020 read with general circular no. 14/ 2020 dated April 8, 2020 and general circular no. 17/ 2020 dated April 13, 2020 (collectively referred to as 'MCA Circulars') read with SEBI Circular no. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ('SEBI Circular'), the Annual General Meeting ('AGM') of the Company is being held through Video Conferencing ('VC'). The facility for joining the AGM shall open 15 minutes before the time scheduled for AGM. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. The deemed venue for this AGM shall be the Registered Office of the Company.
2. Since the AGM is being held through VC, physical attendance of the Members is not required in terms of MCA Circulars. Accordingly, the facility for appointment of proxies by Members is not available, as provided in the MCA Circulars and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The attachment of the route map for the AGM venue is also not required.
3. Pursuant to the provisions of Sections 112 and 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of voting through show of hands or by poll, as the case may be, for participation and voting during the AGM.

Body Corporates are entitled to appoint authorized representative(s) to attend the AGM through VC and to cast their votes at the AGM. In this regard, the body corporates are required to send a certified copy of the Board Resolution / Authorization Letter / Power of Attorney authorizing their representative(s) to attend the meeting and vote on their behalf. The said resolution / letter / power of attorney shall be sent by the body corporate through its registered e-mail Id to the Company at compliance.officer@bharti.in.

4. The notice of the AGM for the financial year 2024-25 is also available on the website of the Company (www.bhartitelecom.in) in compliance with the MCA Circulars.

ELECTRONIC DISPATCH OF NOTICE OF AGM, ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT AND NOTICE OF AGM

5. In accordance with the MCA Circulars and SEBI Circular:
 - a) The Notice of AGM along with the Annual Report for the Financial Year 2024-25 is being sent to the Members, trustees of debenture holders and to all other persons so entitled in electronic mode only, whose email addresses has been registered with the Company

/ Depository Participants ('DPs') / Depository / KFin Technologies Limited ('KFIN'), Company's Registrar and Share Transfer Agent. Members are requested to verify / update their details such as email address, mobile number etc. with their DPs.

- b) Those Members who have not yet registered their email addresses and consequently, have not received the notice and the Annual Report, are requested to get their email addresses and mobile numbers registered by following the guidelines mentioned below.
 - (i) Members holding shares in dematerialised form are requested to register / update their e-mail addresses with their respective DPs.
 - (ii) In case of queries with respect to the aforesaid process, Members are requested to write to einward.ris@KFintech.com or call at the toll free number 1800 309 4001.
- 6. The notice of AGM along with Annual Report will be sent to those Members / beneficial owners whose name will appear in the register of Members / list of beneficiaries received from the depositories as on Friday, August 29, 2025.

PROCEDURE FOR JOINING THE AGM THROUGH VC:

- 7. The Company is providing VC facility to its Members for joining / participating at the AGM. Members may join the meeting through Desktops, Laptops, Smartphones, Tablets and iPads. Further, Members are requested to use Internet with a good speed to avoid any disturbance during the meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- 8. The weblink to attend the AGM through VC shall be sent separately. The VC facility will allow two-way teleconferencing or webex for the ease of participation of the Members and other participants.
- 9. The facility for joining the AGM shall open 15 minutes before the time scheduled for AGM and will continue till the conclusion of the AGM. Large shareholders (Shareholders holding 2% or more shareholding), Promoters, Directors, Key Managerial Personnel, Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and Auditors are encouraged to attend the AGM.
- 10. The Chairman shall be appointed in accordance with the Section 104 of the Act read with the MCA General Circular No. 14/2020, dated 08 April, 2020 and Articles of Association of the Company.
- 11. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

12. The recorded transcript of this meeting, shall as soon as possible, be made available on the website of the Company.
13. In case of any query relating to the procedure for attending AGM through VC or for any technical assistance, the Members may call Mr. Rohit Krishan Puri, Company Secretary on +91 11 4666 6100 and e-mail at compliance.officer@bharti.in.

PROCEDURE FOR VOTING DURING THE AGM

14. Voting shall be conducted by show of hands, unless a demand for poll is made by any Member in accordance with Section 109 of the Act.
15. During the AGM held through VC facility, where a poll is demanded on any item, the Members shall cast their vote on the resolutions only by sending email(s) to compliance.officer@bharti.in through their email addresses which are registered with the Company. In case the counting of votes requires time, the said meeting may be adjourned for and resumed after 15 minutes to declare the result. The Chairman shall regulate the process of poll through email.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

16. Members or participants having any question on agenda item proposed in the notice of AGM are requested to send their queries at least one day prior to the date of AGM at compliance.officer@bharti.in to enable the Company to collect the relevant information and redress the queries.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

17. All documents referred to in the notice and explanatory statement will be available electronically for inspection without any fee by the Members from the date of circulation of this notice and up to the date of AGM. Members seeking to inspect such documents can send an email to compliance.officer@bharti.in.
18. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and all the documents referred to in the Notice and explanatory statement will be available electronically for inspection by the Members during the AGM.

OTHER INFORMATION:

19. Information regarding particulars of the Director to be re-appointed requiring disclosures in terms of Secretarial Standard 2 on 'General Meetings' issued by the Institute of Company Secretaries of India, is given in this notice. The directorships held by the Director considered for the purpose of disclosure do not include the Directorships

held in foreign Companies.

20. Members, who hold equity shares in physical form are requested to address all correspondence concerning transmissions, sub-division, consolidation of shares, issuance of duplicate share certificate or any other share related matters and / or change in address, furnishing of details of their bank accounts or updation thereof to the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited, Karvy Selenium Tower B, Plot number 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, India and Members, whose shareholding is in electronic format are requested to direct change of address notifications, registration of e-mail address and updation of bank account details to their respective DPs.
21. Pursuant to Section 72 of the Act, Member(s) of the Company may nominate a person in whom the shares held by him / them shall vest in the event of his / their unfortunate death. Accordingly, the nomination form may be filed with the concerned Depository Participant in respect of dematerialized shares.

Registered Office:

Airtel Centre, Plot No. 16,
Udyog Vihar, Phase - IV,
Gurgaon, Haryana - 122001, India
CIN: U32039HR1985PLC032091
Email: compliance.officer@bharti.in

**By order of the Board
For Bharti Telecom Limited**

**Sd/-
Rohit Krishan Puri
Company Secretary & Chief
Compliance Officer
Membership No. A19779**

Place: New Delhi

Date: May 29, 2025

Information of Director who are being appointed/ re-appointment at this AGM, pursuant to the Listing Regulations, applicable provisions of the Companies Act, 2013 and Secretarial Standards-2, as on the date of Notice:

Name	Mr. Tao Yih Arthur Lang
Director Identification Number (DIN)	07798156
Date of Birth	January 06, 1972
Age (in Years)	53 years
Original date of appointment	May 10, 2017
Qualifications	Master's in Business Administration from Harvard Business School and a Bachelor of Arts in Economics (Magna cum laude) from Harvard University
Experience and expertise in specific functional area	Technology and General Management
Terms and conditions of appointment/re-appointment and remuneration sought to be paid	As per the Nomination, Remuneration and Succession Policy
Remuneration last drawn	Nil
No. of Board Meetings attended during the year	5 out of 5
Shareholding in Bharti Telecom Limited	Nil
Shareholding in Bharti Telecom Limited as beneficial owner	Nil
Relationship with other Directors, Managers and Other Key Managerial Personnel	NA
Directorships held in other Indian Companies as on date	Bharti Airtel Limited
Membership/Chairmanship of Committees in other Indian Companies as on date.	Bharti Airtel Limited ➤ Audit Committee – Member
Equity listed entities from which the person has resigned as Director in past three years	None