



**35<sup>TH</sup> ANNUAL REPORT  
2019-2020**

**BHARTI TELECOM LIMITED**

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**BOARD OF DIRECTORS**

Mr. Sunil Bharti Mittal, Chairman  
Mr. Amarjeet Singh  
Ms. Chua Sock Koong  
Mr. Devendra Khanna, Managing Director  
Mr. Rajan Bharti Mittal  
Mr. Rajiv Kumar Chaudhri  
Mr. Ravinder Arora  
Mr. Tao Yih Arthur Lang

**CHIEF FINANCIAL OFFICER**

Mr. Sanjay Dua

**COMPANY SECRETARY**

Mr. Rohit Krishan Puri

**STATUTORY AUDITORS**

Deloitte Haskins & Sells LLP,  
Chartered Accountants

**INTERNAL ASSURANCE PARTNER** Ernst  
& Young LLP

**SECRETARIAL AUDITORS**

Chandrasekaran Associates,  
Company Secretaries

**DEBENTURE TRUSTEE**

Axis Trustee Services Limited  
Ground Floor, Axis House.  
Wadia International Centre, Pandurang  
Budhkar Marg, Worli,  
Mumbai - 400 025, India  
Telephone No. 022 6226 0050/54  
Fax No. 022 43253000  
E-mail: debenturetrustee@axistrustee.com

**REGISTERED OFFICE**

Airtel Centre, Plot No. 16,  
Udyog Vihar, Phase – IV,  
Gurugram, Haryana – 122001,  
India

**CORPORATE OFFICE**

Bharti Crescent, 1, Nelson Mandela Road,  
Vasant Kunj, Phase – II,  
New Delhi – 110070, India

**CORPORATE IDENTIFICATION NUMBER**

U32039HR1985PLC032091

**WEBSITE**

[www.bhartitelecom.in](http://www.bhartitelecom.in)

## **BOARD'S REPORT**

Dear Members

The Directors have pleasure in presenting the 35th Board's Report on the Company's business and operations, together with audited financial statements and accounts for the financial year ended March 31, 2020.

### **Financial performance, results of operations and Company overview**

#### **Standalone (Rs. in millions)**

Particulars	For the year ended	
	March 31, 2020	March 31, 2019
Gross income	158	10,150
Profit/(loss) before finance expenses, depreciation and tax	141	10,065
Profit/(loss) before tax	(6,669)	5,799
Less: Tax expenses	(8)	2
Profit/(loss) after tax	(6,661)	5,797

#### **Consolidated (Rs. in millions)**

Particulars	For the year ended	
	March 31, 2020	March 31, 2019
Gross income	901,418	825,285
Profit/(loss) before finance expenses, depreciation and tax	(122,700)	302,430
Profit/(loss) before tax	(546,324)	(21,533)
Less: Tax expenses	(83,329)	(32,132)
Profit/(loss) after tax (before consolidation)	(6,661)	5,797
Profit/(loss) after tax (after consolidation)	(462,995)	10,599

The Company holds investment in Bharti Airtel Limited. During the financial year 2019-20, the Company has acquired 113,417,986 equity shares of Bharti Airtel Limited pursuant to the Rights Issue and the aggregate holding of the Company in Bharti Airtel Limited as at March 31, 2020 stood at 2,116,236,438 (38.79%) equity shares. During the financial year 2019-20, the Company has not received any dividend from Bharti Airtel Limited.

In compliance with the RBI Regulations, the Company had obtained a certificate of registration dated January 15, 2019 bearing registration no. N-14.03465 as a Non-Deposit taking Systemically Important Core Investment Company (CIC ND-SI) from Reserve Bank of India (RBI).

#### **Change in the nature of business**

There was no change in nature of the business of the Company during the financial year ended on March 31, 2020.

## COVID update

These are unprecedented times, as our country and the entire world struggles to contain and combat the COVID-19 pandemic.

Amidst such rampant uncertainties, Bharti Group has aligned itself with the national priorities of the moment, by committing Rs. 1000 Million to the PM CARES relief fund, in an effort to help our country coast through these tough times. We have abided by every safety and social distancing norm and have been consistently communicating the same to our stakeholders. We stand in solidarity with the Government of India and all our citizens, and our efforts towards the betterment of one and all will continue, unabated.

## Secretarial Standards

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India.

## Dividend

The Board of directors does not recommend any dividend for the financial year 2019-20.

## Share capital

The authorised share capital as on March 31, 2020 was Rs. 50,000,000,000 divided into 5,000,000,000 Equity Shares of Rs. 10 each.

During the financial year 2019-20, the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench vide its order dated September 27, 2019, had approved the scheme of reduction of share capital of the Company. Consequently, the paid-up share capital of the Company has been reduced from Rs. 26,107,741,760 divided into 26,107,741,76 equity shares of Rs. 10 each to Rs. 25,823,163,360 divided into 2,582,316,336 equity shares of Rs. 10 each.

## Deposits

The Company has neither invited nor accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the period under review and, as such, no amount of principal or interest was outstanding as on the balance sheet closure date.

## Capital Adequacy

The Company is registered with the RBI<sup>1</sup> as a CIC-ND-SI vide Certificate No. N-14.03465 dated January 15, 2019. The Company primarily functions as an investment holding

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<sup>1</sup> **RBI Disclaimer:** (a) Reserve Bank of India does not accept any responsibility or guarantee about the present position as to the financial soundness of the company or for the correctness of any of the statements or representations made or opinions expressed by the company and for discharge of liability by the company; (b) Neither is there any provision in law to keep, nor does the company keep any part of the deposits with the Reserve Bank and by issuing the Certificate of Registration to the company, the Reserve Bank neither accepts any responsibility nor guarantee for the payment of the public funds to any person/ body corporate.

company with more than 90% of its total assets consisting of investment in shares of Bharti Airtel Limited.

As a CIC-ND-SI, the Company is required to:

- a. maintain minimum Adjusted Net Worth of 30% of its aggregate risk weighted assets on balance sheet and risk adjusted value of off-balance sheet items as on the date of the last audited balance sheet as at the end of the financial year; and
- b. restrict the outside liabilities up to 2.5 times of its Adjusted Net Worth as on the date of the last audited balance sheet as at the end of the financial year.

The Company is in compliance with the abovementioned requirements as at March 31, 2020.

### **Reserve**

During the year, the Company has transferred Rs. 1,159.40 Million to Statutory Reserve from the Retained Earnings.

### **Debentures**

During the financial year 2019-20, the Company has issued the following debentures:

- 7,000 unsecured, listed, rated, redeemable, non-convertible Series I debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 7,000 Million.
- 10,000 unsecured, listed, rated, redeemable, non-convertible Series II debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 10,000 Million.
- 14,000 unsecured, listed, rated, redeemable, non-convertible Series III debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 14,000 Million.
- 12,500 unsecured, listed, rated, redeemable, non-convertible Series IV debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 8.25% per annum aggregating to Rs. 12,500 Million.
- 12,500 unsecured, listed, rated, redeemable, non-convertible Series V debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 8.90% per annum aggregating to Rs. 12,500 Million.

The aforesaid debentures are listed on National Stock Exchange of India Limited.

Further, the following debentures were redeemed during the financial year 2019-20:

- 15,000, Series 1 unlisted debentures having a face value of Rs. 1 Mn per debenture at a coupon rate of 8.50% per annum.

The details of outstanding debentures as on the date of this Report are as under:

- 11,600 unsecured, unlisted, rated, redeemable, non-convertible zero coupon Series 2 debentures having a face value of ₹ 1/- Mn per debenture at a coupon rate of 8.60% per annum.

- 12,500 unsecured, listed, rated, redeemable, non-convertible Series IV debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 8.25% per annum aggregating to Rs. 12,500 Million.
- 12,500 unsecured, listed, rated, redeemable, non-convertible Series V debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 8.90% per annum aggregating to Rs. 12,500 Million.

The details of Debenture Trustee are given hereunder:

**Axis Trustee Services Limited**

Ground Floor, Axis House  
Wadia International Centre, Pandurang Budhkar Marg, Worli,  
Mumbai - 400 025, India  
Telephone No. 022 6226 0050/54  
Fax No. 022 43253000  
E-mail: debenturetrustee@axistrustee.com

**Directors and Key Managerial Personnel**

In compliance with the provisions of Section 152 of the Companies Act, 2013, Mr. Rajan Bharti Mittal, Director of the Company will retire by rotation at the ensuing AGM and being eligible has offered himself for re-appointment. The Board recommends his re-appointment.

Mr. Amarjeet Singh, Mr. Rajiv Kumar Chaudhri and Mr. Ravinder Arora were appointed as Independent Directors of the Company at the Annual General Meeting held on September 30, 2019.

As on March 31, 2020, Mr. Devendra Khanna, Managing Director, Mr. Puneet Tandon, Chief Financial Officer and Mr. Rohit Krishan Puri, Company Secretary are the Key Managerial Personnel as per the provisions of the Companies Act, 2013.

Mr. Puneet Tandon, Chief Financial Officer ('CFO') of the Company resigned from the office w.e.f. May 18, 2020. The Directors placed on record their appreciation for the contributions made by him during his tenure as CFO. Further, Mr. Sanjay Dua has been appointed as Chief Financial Officer of the Company w.e.f. May 19, 2020.

Brief resume, nature of expertise, details of directorships held in other companies by the Rajan Bharti Mittal, Director proposed to be reappointed, along with shareholding in the Company, and other required details as stipulated under Secretarial Standard 2, is appended as an Annexure to the Notice of the ensuing AGM.

The Company has received declarations from all Independent Directors of the Company confirming that they meet the criteria of independence, as prescribed under Section 149 of the Companies Act, 2013. The Independent Directors have also confirmed that they have complied with the Company's code of conduct.

The Company's "Nomination and Remuneration Policy" including criteria for determining qualifications, positive attributes and independence of a director and other matters as provided under section 178(3) of the Companies Act, 2013 is annexed as **Annexure A** to this report.

Nomination and Remuneration Policy is also available at the website of the Company [www.bhartitelecom.in](http://www.bhartitelecom.in).

### **Material changes and commitments affecting the financial position between the end of financial year and date of this report**

There were no material changes and commitments affecting the financial positions of the Company which have occurred between the end of the financial year of the Company and the date of the Board's Report except mentioned herein below:

- After the closure of financial year 2019-20, the Company has sold 150,000,000 equity shares representing 2.75% stake of Bharti Airtel Limited to institutional investors through an accelerated book building process in the secondary market in order to deleverage the balance sheet of the Company.
- After the closure of financial year 2019-20, the following debentures were redeemed:
  - 7,000 unsecured, listed, rated, redeemable, non-convertible Series I debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 7,000 Million.
  - 10,000 unsecured, listed, rated, redeemable, non-convertible Series II debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 10,000 Million.
  - 14,000 unsecured, listed, rated, redeemable, non-convertible Series III debentures having a face value of ₹ 1 Mn per debenture at a coupon rate of 9.85% per annum aggregating to Rs. 14,000 Million.

### **Ratings**

During the financial year 2019-20, the rating agency, CRISIL has maintained rating of "AA+" for the Debentures issued by the Company. The instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligation. Such instruments carry very low credit risk. Further, CRISIL and ICRA have maintained a rating of "A1+" for the Commercial Papers issued by the Company.

### **Board Evaluation**

In compliance with the provisions of the Companies Act, 2013, the Nomination and Remuneration Committee had approved the process, format, attributes and criteria for the performance evaluation of the Board, Board Committees and Individual Directors including the Chairman and the Managing Director. The process provides that the performance evaluation shall be carried out on an annual basis. During the financial year, the Board had completed the evaluation process, which included evaluation of the Board as a whole, the Board Committees and individual Directors including the Chairman and the Managing Director.

All directors participated in the evaluation process. The result of evaluation was discussed in the respective committee meetings and in the board meeting held on May 18, 2020. Recommendations arising from the evaluation process were considered by the Board to optimize its effectiveness.

## Board and Committee Meetings

The composition of the Board of Directors of the Company is in conformity with all the requirements under the Companies Act, 2013. The Board of Directors met five times during the financial year 2019-20, i.e. on May 06, 2019, August 01, 2019, September 30, 2019, October 29, 2019, and February 04, 2020. The requisite details regarding composition of the Board, number of board meetings held and attended by each director are provided in the **Annexure B** to this report.

## Audit Committee

In compliance with the requirements of Section 177 of the Companies Act, 2013 and applicable master circulars and regulations issued by Reserve Bank of India ("RBI"), the Company has a committee of the Board known as the Audit Committee. All recommendations made by the Committee were accepted by the Board. During the financial year 2019-20, the Committee met four times i.e. on May 06, 2019, August 01, 2019, October 29, 2019, and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

## Nomination and Remuneration Committee

In compliance with the requirements of Section 178 of the Companies Act, 2013, and applicable master circulars and regulations issued by Reserve Bank of India ("RBI"), the Company has committee of the Board known as the Nomination and Remuneration Committee. During the financial year 2019-20, the Committee met four times i.e. on May 06, 2019, August 01, 2019, October 29, 2019, and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

## Stakeholders' Relationship Committee

In compliance with the requirements of Section 178 of the Companies Act, 2013, and applicable master circulars and regulations issued by Reserve Bank of India ("RBI"), the Company has a committee of the Board known as the Stakeholders' Relationship Committee. During the financial year 2019-20, the Committee met four times i.e. April 05, 2019, May 06, 2019, June 11, 2019 and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

## Asset Liability Committee

In compliance with Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and other RBI regulations, the Company constituted a committee of the Board on May 06, 2019 known as the Asset Liability Committee. During the financial year 2019-20, the Committee met three times i.e. on August 01, 2019, October 29, 2019, and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

## Risk Management Committee

In compliance with Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 and other RBI regulations, the Company constituted a committee of the



Board on May 06, 2019 known as the Risk Management Committee. During the financial year 2019-20, the Committee met two times i.e. on August 01, 2019 and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

### **Corporate Social Responsibility (CSR) Committee**

In compliance with the requirements of Section 135 of the Companies Act, 2013, the Company has committee of the Board known as the Corporate Social Responsibility Committee. During the financial year 2019-20, the Committee met two times i.e. on May 06, 2019 and February 04, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

The Report on Corporate Social Responsibility for the financial year 2019-20 u/s 135 of the Companies Act, 2013 is annexed as **Annexure C** to this report.

### **Committee of Directors**

The Company has a committee known as BTL Committee of Directors. During the financial year 2019-20, the Committee met five time i.e. on May 06, 2019, May 15, 2019, August 01, 2019, February 04, 2020 and February 17, 2020. The composition and the attendance of the members at the meeting are provided in the **Annexure B** to this report.

### **Extract of Annual Return**

In terms of provisions of Section 92, 134(3)(a) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return of the Company in form MGT-9 is annexed as **Annexure D** to this report and also available at the website of the Company [www.bhartitelecom.in](http://www.bhartitelecom.in).

### **Particulars of loans, guarantees or investments**

Particulars of loans, guarantees or investments forms part of notes to the standalone financial statements.

### **Related Party Transactions**

All arrangements / transactions entered by the Company with related parties during the year were in ordinary course of business and on arm's length basis. Details of such transactions have been included in the Notes to Accounts section of the Annual Report.

During the financial year, the Company has not entered into any arrangement / transaction with related parties which could be considered material, accordingly, the disclosure of Related Party Transactions in Form AOC-2 is not applicable.

### **Subsidiary / Joint Venture / Associate Companies**

As on March 31, 2020, the Company has subsidiary, associate and joint venture companies as set out in note 29 of the standalone financial statements.

During FY 2019-20, Network i2i (Kenya) Limited became subsidiary of the Company and RedDot Digital Limited became associate of the Company.

During FY 2019-20, Bharti Digital Networks Private Limited merged with the Company and Mobile Financial Services Limited ceased to be joint venture of the Company.

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014, a statement containing salient features of financial statements of subsidiary companies is annexed to the Annual Report. The statement also provides the details of performance and financial position of each of the subsidiary companies and their contribution to the overall performance of the Company.

The audited financial statements of each of its subsidiary companies are available for inspection at the Company's registered office as well as the corporate office and are also available on the website of the Company at [www.bhartitelecom.in](http://www.bhartitelecom.in).

### **Particulars of Employees**

Disclosures relating to remuneration of Directors u/s 197(12) of the Companies Act, 2013 ('the Act') read with Rule 5(1), 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company as there are no employees on the payrolls of the Company.

### **Auditors and Auditor's Report**

#### Statutory Auditor

In terms of the provisions of Section 139 of the Companies Act, 2013, Deloitte Haskins & Sells LLP, Chartered Accountants (firm registration number 117366W-W100018) ('Deloitte') were appointed as the Statutory Auditors of the Company by the shareholders in the Annual General Meeting (AGM) held on September 05, 2017, for a period of five years i.e. till the conclusion of 37th AGM subject to ratification by the members at every AGM. In accordance with the Companies (Amendment) Act, 2017, the requirement of annual ratification of appointment of Statutory Auditors is now not required. Thus, in accordance with the amended Section 139 of the Companies Act, 2013, the members of the Company are not required to ratify the appointment of statutory auditors at the annual general meeting of the Company and accordingly the Board had not recommended the same.

The Board has duly examined the Statutory Auditors' Report to the accounts, which is self-explanatory. Clarifications, wherever necessary, have been included in the Notes forming part of the annual accounts. The Report does not contain any qualification, reservation, disclaimer or adverse remark.

Further, the auditors have not reported any fraud u/s 143(12) of the Act.

#### Secretarial Auditor

The Board had appointed Chandrasekaran Associates, Company Secretaries, to conduct its Secretarial Audit for the financial year ended March 31, 2020. The Secretarial Auditors have submitted their report, confirming compliance by the Company of all provisions of applicable

corporate laws. The Report does not contain any qualification, reservation, disclaimer or adverse remark. The Secretarial Audit Report is annexed as **Annexure E** to this report.

The Board has reappointed Chandrasekaran Associates, Company Secretaries, as Secretarial Auditor of the Company for financial year 2020-21.

#### Internal Auditor and Internal Assurance Partner

The Board had appointed Ernst & Young LLP as the internal auditors to conduct the internal audit of the Company for the financial year ended March 31, 2020.

The Board has appointed Nikhil Mehrotra as the Internal Auditor of the Company for the financial year 2020-21. Further, the Board has appointed Ernst & Young LLP as the Internal Assurance Partner for the financial year 2020-21.

#### **Risk Management**

The Company keeps evaluating the risks to which the Company is exposed to on a continuous basis, to ensure consistent, efficient and effective assessment of risks and its timely mitigation.

The Company has a process in place to identify key risks and prioritize relevant action plans to mitigate risks. To have more robust process, the Company had constituted a separate Risk Management Committee to focus on the risk management including determination of company's risk appetite, risk tolerance and regular risk assessments (risk identification, risk quantification and risk evaluation) etc.

The Company also has a duly approved Risk Management Policy. The objective of the Policy is to have a well-defined approach to risk. The policy lays down broad guidelines for timely identification, assessment, and prioritization of risks affecting the Company in the short and foreseeable future. The Policy suggests framing an appropriate response action for the key risks identified, so as to make sure that risks are adequately addressed or mitigated.

#### **Vigil Mechanism**

In compliance with the provisions of Section 177 of the Companies Act, 2013, the Company has vigil mechanism in place for its directors and employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of code of conduct etc. The mechanism also provides for adequate safeguard against the victimisation of employees who avail the mechanism, and allow direct access to the Audit Committee in exceptional cases. The complaints or concerns, if any, received from any person are promptly redressed.

During the period, the Company has not received any complaint from any director / employee of the Company.

#### **Internal Financial Controls**

The internal financial controls with reference to the Financial Statements were commensurate with the size and nature of business of the Company.

**Significant and material orders**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future. However, as stated earlier, during the financial year 2019-20, the Hon'ble National Company Law Tribunal, Chandigarh Bench had approved the scheme of reduction of share-capital of the Company.

**Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

The Company does not carry on any manufacturing activity and accordingly the provisions to furnish information, as per Section 134 of the Companies Act, 2013, read with Rule 8 of Companies (Accounts) Rules, 2014, relating to Conservation of Energy and Technology Absorption are not required to be complied with.

During the year under review, there were nil Foreign Exchange Earnings and Outgo.

**Maintenance of Cost Records**

The Company was not required to maintain cost records as specified by the Central Government under Sub-Section (1) of Section 148 of the Companies Act, 2013.

**Prevention of Sexual harassment**

The Company is committed to provide a protective environment at workplace to all its women employees, to ensure that every woman employee is treated with dignity and respect.

During the year, since there were no women employees on the role of Company, there was no complaint regarding sexual harassment.

**Directors' responsibility statement**

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirm that:

1. In the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards read with requirements sets out in Schedule III to the Act, have been followed and there are no material departures from the same;
2. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year ended on that date;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts on a 'going concern basis';
5. The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
6. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

**Acknowledgement**

The Board express its gratitude for the co-operation and support received from various agencies / departments of the Government of India, State Governments, Company's Bankers and Financial Institutions.

**On behalf of the Board**

**Place: London, England**

**Date: July 29, 2020**

**Sd/-  
Sunil Bharti Mittal  
Chairman  
DIN: 00042491**

**Bharti Telecom Limited – Nomination & Remuneration Policy****Preamble**

The Board of Directors (the “Board”) on the recommendation of the Nomination & Remuneration Committee (the “Committee”) has approved and adopted this Nomination & Remuneration Policy (the “Policy”) in compliance with the provisions of Section 178 of the Companies Act, 2013 and rules made thereunder.

**Objectives**

The main objectives of this Policy are:-

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become directors (executive and non-executive including Independent directors), Key Managerial Personnel (“KMP”) and persons who may be appointed in senior management positions.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage for the Company.
- To determine remuneration of directors, KMPs.
- To provide for rewards linked directly to their effort, performance, dedication and achievement of Company’s targets.

**Attributes, qualifications and diversity****Directors and Key Managerial Personnel**

The Committee shall be responsible for identifying suitable candidate for appointment as directors or as KMPs of the Company.

The Board shall consist of such number of Directors as is necessary to effectively manage the Company of the size and nature as of Bharti Telecom Limited, subject to compliance with the provisions of the Companies Act, 2013, Articles of Association of the Company and the Shareholders Agreement. The Board shall strive to have an appropriate combination of Executive, Non-Executive and Independent Directors.

While evaluating a person for appointment / re-appointment as director or as KMP, the Committee shall consider and evaluate number of factors including but not limited to background, knowledge, skills, abilities (ability to exercise sound judgement), professional experience and functional expertise, educational and professional background, personal accomplishment, age, experience, understanding of the industry, marketing, technology, finance and other disciplines relevant to the business etc. and such other factors that the Committee might consider relevant and applicable from time to time towards achieving a diverse Board.

The Committee shall ensure that the proposed director satisfies the following additional criteria:-

- Eligible for appointment as a director on the board of the Company and is not disqualified in terms of Section 164 and other applicable provisions of the Companies Act 2013.
- Has attained minimum age of 25 years and is not older than 70 years.
- Does not hold directorship in more than 20 companies (including private and public limited companies) or 10 public limited companies incorporated in India.
- Will be able to devote sufficient time and efforts in discharge of duties and responsibilities effectively.

While evaluating a person for appointment / re-appointment as an independent director, the Committee shall ensure that the proposed appointee satisfies the following additional criteria:-

- Meet the baseline definition and criteria of “independence” as set out in Section 149 of the Companies Act, 2013 and other applicable laws.
- Should not hold any board / employment position with a competitor in the geographies where the Company is operating. However, the Board may in special circumstances waive this requirement.

The reappointment / extension of term of any board members shall be on the basis of their performance evaluation.

### **Senior Management**

While evaluating a person for appointment / re-appointment in a senior management position, the management shall consider various factors including individual's background, competency, skills, abilities (viz. leadership, ability to exercise sound judgement), educational and professional background, personal accomplishment, age, relevant experience and understanding of related field viz. marketing technology, finance or such other discipline relevant to present and prospective operations of the Company.

Senior Management means personnel of the company who are members of its core management team excluding Board of Directors and shall comprise of all members of management one level below the executive directors, including all functional heads.

### **Remuneration Policy**

The overall limits of remuneration of the board members including executive board members (i.e. managing director, whole-time director, executive directors etc.), if paid, will be governed by the provisions of Section 197 of the Companies Act, 2013, rules made thereunder and shall be approved by the shareholders of the Company, except the payment of sitting fees, and shall be subject to availability of profits of the Company.

Within the overall limit approved by the shareholders, on the recommendation of the Committee, the Board shall determine the remuneration. The Board can determine different

remuneration for different directors on the basis of their role, responsibilities, duties, time involvement etc.

**Non-executive directors including independent directors**

**i. Profit-linked commission – NIL**

**ii. Sitting Fees –** An independent director will be entitled to INR 25,000 for every board meeting and all committee meetings (including meetings attended through video conferences) held in a single day.

The Board, upon recommendation of the Nomination and Remuneration Committee, may revise the sitting fees / commission payable to all or any one of the independent directors.

**Executive Board Members**

The remuneration (including revision in the remuneration) of executive board members, if any, shall be approved by the Board on the basis of the recommendation of the Nomination & Remuneration Committee.

**Remuneration to Key Managerial Personnel (other than Managing Director and Whole-Time Director) and other employees in Senior Management**

The remuneration of Key Managerial Personnel (other than managing director and whole time director) shall be decided on case to case basis.

**Disclosures by the Company**

This Policy shall be disclosed in the Company's annual report.

**General**

The Managing Directors and the Company Secretary are jointly and severally authorized to amend the Policy to give effect to any changes / amendments notified by Ministry of Corporate Affairs w.r.t. any matter covered by this policy.

The amended policy shall be placed before the Board for noting and ratification.



## Annexure B

**Composition, meetings and attendance of the Board and Board Committees  
(As on March 31, 2020)**

**Board Meetings**

<b>Name</b>	<b>Category</b>	<b>Number of Meetings attended (held during their tenure)</b>
Mr. Sunil Bharti Mittal	Chairman	4 (5)
Mr. Devendra Khanna	Managing Director	4 (5)
Ms. Chua Sock Koong*	Non-Executive Director	4 (5)
Mr. Rajan Bharti Mittal	Non-Executive Director	4 (5)
Mr. Tao Yih Arthur Lang**	Non-Executive Director	5 (5)
Mr. Amarjeet Singh <sup>#</sup>	Independent Director	2 (3)
Mr. Rajiv Kumar Chaudhri <sup>^</sup>	Independent Director	3 (3)
Mr. Ravinder Arora <sup>^</sup>	Independent Director	3 (3)

\* One meeting attended by Ms. Tan Yong Choo as an alternate director.

\*\* Two meetings attended by Ms. Tan Yong Choo as an alternate director.

<sup>^</sup> Appointed / Re-appointed as members of Board w.e.f. August 01, 2019.

<sup>#</sup> Appointed as member of Board w.e.f. September 04, 2019.

**Audit Committee Meetings**

<b>Name</b>	<b>Category</b>	<b>Number of Meetings attended (held during their tenure)</b>
Mr. Rajan Bharti Mittal	Chairman	4 (4)
Mr. Devendra Khanna <sup>#</sup>	Managing Director	2 (2)
Mr. Tao Yih Arthur Lang*	Non-Executive Director	4 (4)
Mr. Amarjeet Singh <sup>^</sup>	Independent Director	2 (2)
Mr. Rajiv Kumar Chaudhri <sup>^</sup>	Independent Director	2 (2)
Mr. Ravinder Arora <sup>^</sup>	Independent Director	2 (2)

\* Two meetings attended by Ms. Tan Yong Choo as an alternate director.

<sup>#</sup> Ceased to be a member of Audit Committee w.e.f. September 04, 2019.

<sup>^</sup> Appointed as members of Audit Committee w.e.f. September 04, 2019.

**Corporate Social Responsibility Committee Meetings**

Name	Category	Number of Meetings attended (held during their tenure)
Mr. Rajan Bharti Mittal	Chairman	2 (2)
Mr. Devendra Khanna	Managing Director	1 (2)
Mr. Tao Yih Arthur Lang*	Non-Executive Director	2 (2)
Mr. Amarjeet Singh <sup>#</sup>	Independent Director	0 (1)

\* One meeting attended by Ms. Tan Yong Choo as an alternate director.

<sup>#</sup> Appointed as member of Corporate Social Responsibility Committee w.e.f. September 04, 2019.

**Stakeholders' Relationship Committee Meetings**

Name	Category	Number of Meetings attended (held during their tenure)
Mr. Rajan Bharti Mittal	Chairman	4 (4)
Mr. Devendra Khanna	Managing Director	3 (4)
Mr. Tao Yih Arthur Lang	Non-Executive Director	2 (4)

**Nomination and Remuneration Committee Meetings**

Name	Category	Number of Meetings attended (held during their tenure)
Mr. Rajan Bharti Mittal	Chairman	4 (4)
Mr. Devendra Khanna <sup>#</sup>	Managing Director	2 (2)
Ms. Chua Sock Koong*	Non-Executive Director	2 (4)
Mr. Tao Yih Arthur Lang <sup>**#</sup>	Non-Executive Director	2 (2)
Mr. Amarjeet Singh <sup>^</sup>	Independent Director	2(2)
Mr. Rajiv Kumar Chaudhri <sup>^</sup>	Independent Director	2(2)
Mr. Ravinder Arora <sup>^</sup>	Independent Director	2(2)

\* One meeting attended by Ms. Tan Yong Choo as an alternate director.

\*\* One meeting attended by Ms. Tan Yong Choo as an alternate director.

<sup>#</sup> Ceased to be members of Nomination and Remuneration Committee w.e.f. September 04, 2019.

<sup>^</sup> Appointed as members of Nomination and Remuneration Committee w.e.f. September 04, 2019.

**BTL Committee of Directors Meetings**

<b>Name</b>	<b>Category</b>	<b>Number of Meetings attended (held during their tenure)</b>
Mr. Rajan Bharti Mittal	Chairman	5 (5)
Mr. Devendra Khanna	Managing Director	4 (5)
Mr. Tao Yih Arthur Lang*	Non-Executive Director	5 (5)

\*Two meetings attended by Ms. Tan Yong Choo as an alternate director.

**Asset Liability Committee Meetings**

<b>Name</b>	<b>Category</b>	<b>Number of Meetings attended (held during their tenure)</b>
Mr. Rajan Bharti Mittal	Chairman	3 (3)
Mr. Devendra Khanna	Managing Director	2 (3)
Mr. Tao Yih Arthur Lang	Non-Executive Director	3 (3)

**Risk Management Committee Meetings**

<b>Name</b>	<b>Category</b>	<b>Number of Meetings attended (held during their tenure)</b>
Mr. Rajan Bharti Mittal	Chairman	2 (2)
Mr. Devendra Khanna	Managing Director	1 (2)
Mr. Tao Yih Arthur Lang	Non-Executive Director	2 (2)

## The Annual Report on Corporate Social Responsibility (CSR) Activities

### 1. Brief Outline of Company's CSR Policy

At Bharti Telecom, business success is not just about profits and shareholder returns. We believe in pursuing wider socio- economic and cultural objectives and have always endeavored to not just live up to it, but to try and exceed the expectations of the communities in which we operate.

At Bharti Telecom, the CSR and welfare activities centers on the following areas:

- I. Promoting education including special education, employment enhancing vocation skills especially among children and livelihood enhancement projects;
- II. Eradicating hunger, poverty and malnutrition, promoting preventive health care and sanitation and making available safe drinking water;
- III. Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government.

The detailed CSR Policy of the Company is available on Company's website at [www.bhartitelecom.in](http://www.bhartitelecom.in).

### 2. Composition of CSR Committee

Name	Category
Rajan Bharti Mittal, Chairman	Chairman
Devendra Khanna	Managing Director
Tao Yih Arthur Lang	Non-Executive Director
Amarjeet Singh	Independent Director

### 3. Average net profit before tax of the Company for last three financial years:

(Rs. 4187.10 Mn.)

### 4. Prescribed CSR Expenditure (2% of the amount as above)

NIL

### 5. Details of CSR spent during the financial year

- |  |      |
|--|------|
| a) Total amount to be spent for the financial year         | NIL  |
| b) Amount Unspent  | NIL  |
| c) Manner in which amount spent during the financial year: | N.A. |

### 6. Reason for not spending the prescribed 2% amount

Since the Company did not have profits (average net profits for the last three financial years), it was not obligated to contribute towards CSR activities during FY 2019-20.

However, the Company is committed to build its CSR capabilities on a sustainable basis and undertake CSR activities as and when the opportunity arises.

**7. Responsibility statement of the CSR Committee**

The Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

**Sd/-  
Devendra Khanna  
Managing Director  
DIN: 01996768**

**Sd/-  
Rajan Bharti Mittal  
Chairman  
CSR Committee  
DIN: 00028016**

**Annexure D**
**Form No. MGT-9**  
**Extract of Annual Return**
**as on the financial year ended on March 31, 2020**

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. Registration and other details:**

<b>CIN</b>	U32039HR1985PLC032091
<b>Registration Date</b>	July 29, 1985
<b>Name of the Company</b>	Bharti Telecom Limited
<b>Category of the Company</b>	Limited by shares
<b>Sub-Category of the Company</b>	Indian Non - Government Company
<b>Address of the Registered office and contact details</b>	Airtel Centre, Plot No. 16, Udyog Vihar, Phase-IV, Gurgaon, Haryana-122001, India Phone: +91 124 4222222
<b>Whether listed company</b>	Yes (Debt Segment)
<b>Name, Address and Contact details of Registrar and Transfer Agents</b>	KFin Technologies Private Limited , Karvy Selenium Tower B, Plot number 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, India Phone : +91 040 6716 2222

**II. Principal business activities of the Company**

Businesses contributing 10% or more of the total turnover of the company are given below:-

<b>Sl. No.</b>	<b>Name and Description of main products/services</b>	<b>NIC Code of the product/service*</b>	<b>% to total turnover of the company</b>
1	Investment	643	100%

\* As per National Industrial Classification – Ministry of Statistics and Programme Implementation.

**III. Particulars of holding, subsidiary and associate companies**

<b>Sl. No.</b>	<b>Name of the Company</b>	<b>Address</b>	<b>CIN/ Registration No.</b>	<b>% of Shares held</b>
<b>Holding Company u/s 2(46) of the Companies Act, 2013</b>				
1	Bharti Enterprises (Holding) Private Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U74140DL2010PTC197775	50.56
<b>Direct Subsidiary Companies u/s 2(87) of the Companies Act, 2013</b>				
1.	Bharti Airtel Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	L74899DL1995PLC070609	38.79
<b>Indirect Subsidiary Companies u/s 2(87) of the Companies Act, 2013</b>				
<b>Sl. No.</b>	<b>Name of the Company</b>	<b>Address</b>	<b>CIN/ Registration No.</b>	<b>% of Shares held by Bharti Airtel Limited</b>
2.	Bharti Airtel Services Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110 070	U64201DL1997PLC091001	100
3.	Bharti Hexacom Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110 070	U74899DL1995PLC067527	70
4.	Bharti Infratel Limited	901, Park Centra, Sector 30, NH-8, Gurugram, Haryana - 122001	L64201HR2006PLC073821	53.51
5.	SmarTx Services Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110070	U64202DL2015PLC285515	53.51

Sl. No.	Name of the Company	Address	CIN/ Registration No.	% of Shares held by Bharti Airtel Limited
6.	Indo Teleports Limited (Formerly known as Bharti Teleports Limited)	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi - 110 070	U32204DL2008PLC183976	99.99
7.	Bharti Telemedia Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U92200DL2006PLC156075	80
8.	Airtel Payments Bank Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U64200DL2010PLC201058	80.10
9.	Telesonic Networks Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U64200DL2009PLC325406	100
10.	Nxtra Data Limited	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U72200DL2013PLC254747	100
11.	Airtel Digital Limited (formerly known as Wynk Limited)	Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase - II, New Delhi- 110 070	U74140DL2015PLC275325	100
12.	Nettle Infrastructure Investments Limited	3rd Floor, Worldmark 2 Asset 8, Aerocity, NH- 8 New Delhi	U93000DL2010PLC301236	100
13.	Bharti Airtel (France) SAS	88, ter Avenue du Général Leclerc, 92100 Boulogne Billancourt, France	RCS Nanterre 523 035 426	100
14.	Bharti Airtel (Hong Kong) Limited	4th Floor, Cheung Hing Industrial Building, 12P Smithfield Road, Kennedy Town, Hong Kong	1080074	100
15.	Bharti Airtel (Japan) Private Limited	Shinjuku Park Tower 30 <sup>th</sup> Floor, 7-1, Nishi Shinjuku 3-chome, Shinjuku-ku, Tokyo	0111-01-055989	100
16.	Bharti Airtel (UK) Limited	10 Queen Street Place, London, United Kingdom, EC4R 1AG	5917314	100
17.	Bharti Airtel (USA) Limited	335 Madison Avenue 12 <sup>th</sup> floor, New York, NY 10017	F-060912000-217	100
18.	Bharti Airtel International (Mauritius) Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	094380 C1/GBL	100
19.	Bharti Airtel International (Netherlands) B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34387410	56.01
20.	Bharti Airtel Lanka (Private) Limited	Level 11, West Tower, World Trade Center, Echelon Square, Colombo 1, Sri Lanka	PV 10652	100
21.	Bharti International (Singapore) Pte. Ltd.	150, Orchard Road, #08-01, Orchard Plaza, Singapore	2010-05788-R	100
22.	Bharti Airtel International (Mauritius) Investments Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	154803 C1/GBL	100
23.	Network i2i Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	25951/6339	100
24.	Africa Towers N.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	50979965	56.01

Sl. No.	Name of the Company	Address	CIN/ Registration No.	% of Shares held by Bharti Airtel Limited
25.	Airtel (Seychelles) Limited	Emerald House, Providence, Mahe, East Coast, Victoria, P.O. Box 1358, Seychelles	841930-1	56.01
26.	Airtel Congo S.A.	2ème étage, Immeuble SCI MONTE CRISTO, Rond-point de la Gare, Croisement du Boulevard Denis SASSOU NGUESSO et de l'avenue Orsy, B.P: 1038, Brazzaville - République du Congo	CG/BZV/07 B299	50.41
27.	Airtel Gabon S.A.	Immeuble Libreville Business Square, Rue Pecqueur, B.P. 9259, Libreville, Gabon	RG LBV 2001/B01000	54.86
28.	Airtel Madagascar S.A.	Immeuble Kube B, Zone Galaxy, Andraharo, Antananarivo 101, Madagascar	1997B00392	56.01
29.	Airtel Malawi Limited	Airtel Complex, City Centre, Off Convention Drive, P.O. Box 57, Lilongwe, Malawi	5114	44.81
30.	Airtel Mobile Commerce B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34375413	56.01
31.	Airtel Mobile Commerce Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34381129	56.01
32.	Airtel Mobile Commerce (Kenya) Limited	Parkside Towers, Mombasa Road, P.O. Box 73146-00200, Nairobi, Kenya	C 169576	56.01
33.	Airtel Mobile Commerce Limited	Airtel Complex, City Centre, Off Convention Drive, P.O. Box 57, Lilongwe, Malawi	9831	56.01
34.	Airtel Mobile Commerce Madagascar S.A.	Immeuble Kube B, Zone Galaxy, Andraharo, Antananarivo 101, Madagascar	2011B00235	68.31
35.	Airtel Mobile Commerce Rwanda Limited	Gasabo District, Remera, Umiyivi wa Kigali, Rwanda	102933620	56.01
36.	Airtel Mobile Commerce (Seychelles) Limited	Emerald House, Providence, East Coast Victoria, P.O. Box 1358, Mahe, Seychelles	8412656-1	56.01
37.	Airtel Mobile Commerce (Tanzania) Limited	Airtel House, Block 41 Corner of Ali Hassan Mwinyi Road/Kawawa Road, Kinondoni District P.O. Box 9623, Dar es Salaam, Tanzania	79802	56.01
38.	Airtel Mobile Commerce Tchad S.a.r.l.	Avenue Charles De Gaulle, BP: 5665, N'Djamena, Tchad	TC/NDJ/10B 183	56.01
39.	Airtel Mobile Commerce Uganda Limited	Airtel House, Plot 16A, Clement Hill Road, Nakasero, P. O. Box 6771, Kampala, Uganda	123833	56.01
40.	Airtel Mobile Commerce Zambia Limited	Airtel House, Plot 2375, Corner Addis Ababa Drive and Great East Road, Lusaka, Zambia	120090080052	56.01
41.	Airtel Money (RDC) S.A.	127, Avenue de Plateau, Gombe, Kinshasa, République Démocratique du Congo	CD/KIN/RCCM/14-B-6552	55.17
42.	Airtel Money Niger S.A.	Route de l'aéroport, B.P. 11 922 Niamey, Niger	RCCM-NI-NIA-2009-B-1848	50.41
43.	Airtel Money S.A.	Boulevard du Bord de Mer, Immeuble Concorde, Libreville, Gabon	RG LBV 2001 B 09955	56.01



Sl. No.	Name of the Company	Address	CIN/ Registration No.	% of Shares held by Bharti Airtel Limited
44.	Airtel Networks Kenya Limited	Parkside Towers, Mombasa Road, P. O. Box 73146-00200, Nairobi, Kenya	C. 140223	56.01
45.	Airtel Networks Limited	Plot L2, 401 Close, Banana Island, Ikoyi Lagos, Nigeria	RC398557	51.38
46.	Airtel Networks Zambia Plc	Airtel House, Stand 2375, Addis Ababa Drive, Lusaka, Zambia	38136	53.97
47.	Airtel Rwanda Limited	Airtel Building Gasabo District, Remera, Nyabisindu, P.O. Box 4164, Kigali, Rwanda	102437818	56.01
48.	Airtel Tanzania Public Limited Company (formerly known as Airtel Tanzania Limited)	Airtel House, Block 41, Corner of Ali Hassan Mwinyi Road/Kawawa Road, Kinondoni District P.O. Box 9623, Dar es Salaam, Tanzania	41291	28.57
49.	Airtel Tchad S.A.	Rue du Commandant Galyant Negal, B.P. 5665, N'Djamena, Tchad	TC-NDJ 063/B/99	56.01
50.	Airtel Uganda Limited	Airtel Towers, Plot 16A Clement Hill Road, Nakasero P.O. Box 6771, Kampala - Uganda	V-232-36	56.01
51.	Bharti Airtel Africa B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8076497	56.01
52.	Bharti Airtel Chad Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34125184	56.01
53.	Bharti Airtel Congo Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8077621	56.01
54.	Bharti Airtel Developers Forum Limited	Stand No. 2375 Corner of Great East/Addis Ababa Road, Lusaka, Zambia	82795	53.97
55.	Bharti Airtel Gabon Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8078528	56.01
56.	Bharti Airtel Kenya B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	38023926	56.01
57.	Bharti Airtel Kenya Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34164357	56.01
58.	Bharti Airtel Madagascar Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34204848	56.01
59.	Bharti Airtel Malawi Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8077659	56.01
60.	Bharti Airtel Mali Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34164359	56.01
61.	Bharti Airtel Niger Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34143743	56.01
62.	Bharti Airtel Nigeria B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34164360	68.31
63.	Bharti Airtel Nigeria Holdings II B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8077623	56.01
64.	Bharti Airtel RDC Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	34125193	56.01
65.	Bharti Airtel Services B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8077657	56.01
66.	Bharti Airtel Tanzania B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8078747	56.01
67.	Bharti Airtel Uganda Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8078530	56.01
68.	Bharti Airtel Zambia Holdings B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	8076501	56.01

Sl. No.	Name of the Company	Address	CIN/ Registration No.	% of Shares held by Bharti Airtel Limited
69.	Celtel (Mauritius) Holdings Limited	c/o Ocorian Corporate Services (Mauritius) Ltd, 6th floor, Tower A, 1 Cybercity, Ebene, Mauritius	C18259/3238 C1/GBL	56.01
70.	Airtel Congo (RDC) S.A.	278, avenue de l'Equateur, Gombe, Kinshasa, République Démocratique du Congo	CD/KNG/RCCM/13-B-01054	55.17
71.	Celtel Niger S.A.	2054 Route de aéroport, BP 11 922, Niamey, Niger	RCCM-NI-NIM-2004-B 768	50.41
72.	Channel Sea Management Company (Mauritius) Limited	c/o Ocorian Corporate Services (Mauritius) Ltd, 6th floor, Tower A, 1 Cybercity, Ebene, Mauritius	C18258/3237 C1/GBL	56.01
73.	Congo RDC Towers S.A.	Corner Avenues du Tchad & Bas - Congo, Kinshasa, Gombe, République Démocratique du Congo	CD/KIN-RCCM/14-B-4040	56.01
74.	Indian Ocean Telecom Limited	28 Esplanade, St. Helier, Jersey JE1 8SB, Channel Islands	70138	56.01
75.	Madagascar Towers S.A.	Immeuble Kube B, Zone Galaxy Andraharo, Antananarivo 101, Madagascar	2011 B 00184	56.01
76.	Malawi Towers Limited	Airtel Complex, City Centre, Off Convention Drive, P.O Box 57, Lilongwe, Malawi	10995	56.01
77.	Mobile Commerce Congo S.A.	2ème étages, Immeuble SCI Monte Cristo, Rond Point de la Gare, Croisement du Boulevard Denis Sassou Nguesso & de l'avenue Orsy, Centre Ville, BP 1038, Brazzaville - République du Congo	CG/BZV/09 B 1796	56.01
78.	Montana International	c/o Ocorian Corporate Services (Mauritius) Ltd, 6th floor, Tower A, 1 Cybercity, Ebene, Mauritius	6/97/2593 C2/GBL	56.01
79.	Partnership Investments S.a.r.l	Corner avenues Tchad & Bas-Congo, Kinshasa, Gombe, République Démocratique du Congo	CD/KIN/RCCM/14-B-4497	56.01
80.	Societe Malgache de Telephone Cellulaire S.A.	c/o Ocorian Corporate Services (Mauritius) Ltd, 6th floor, Tower A, 1 Cybercity, Ebene, Mauritius	C19022/3479/C1/GBL	56.01
81.	Tanzania Towers Limited	Airtel House, Block 41, Corner of Ali Hassan Mwinyi Road/Kawawa Road, Kinondoni District P.O.Box 9623, Dar es Salaam, Tanzania	82086	28.57
82.	Bharti Airtel Rwanda Holdings Limited	c/o Ocorian Corporate Services (Mauritius) Ltd, 6th floor, Tower A, 1 Cybercity, Ebene, Mauritius	C083311 C1/GBL	56.01
83.	Airtel Money Transfer Limited	Parkside Towers, Mombasa Road, P.O. Box 73146-00200, Nairobi, Kenya	CPR/2015/199517	56.01
84.	Airtel Money Tanzania Limited	Airtel House, Block 41, Corner of Ali Hassan Mwinyi Road/Kawawa Road, Kinondoni District P.O.Box 9623, Dar es Salaam, Tanzania	127040	28.57

Sl. No.	Name of the Company	Address	CIN/ Registration No.	% of Shares held by Bharti Airtel Limited
85.	Airtel Mobile Commerce Nigeria Limited	Plot L2, Banana Island, Foreshore Estate / Ikoyi Lagos, Nigeria	1435923	51.38
86.	Airtel International LLP	Plot No. 5, Sector 34, Gurgaon, Haryana, - 122001, India	AAO-6642	56.01
87.	Airtel Africa Mauritius Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	157279 C1/GBL	100
88.	Bharti Airtel Overseas (Mauritius) Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	157278 C1/GBL	100
89.	Bharti Airtel Holding (Mauritius) Limited	SGG Corporate Services (Mauritius) Ltd., 33, Edith Cavell Street, Port Louis, 11324, Mauritius	157239 C1/GBL	100
90.	Airtel Africa plc	53/54 Grosvenor Street London W1K 3HU	11462215	56.01
91.	Airtel Mobile Commerce Nigeria B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73275166	56.01
92.	Airtel Mobile Commerce Congo B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837342	56.01
93.	Airtel Mobile Commerce (Seychelles) B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837652	56.01
94.	Airtel Mobile Commerce Madagascar B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837938	56.01
95.	Airtel Mobile Commerce Kenya B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837768	56.01
96.	Airtel Mobile Commerce Rwanda B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837326	56.01
97.	Airtel Mobile Commerce Malawi B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837814	56.01
98.	Airtel Mobile Commerce Uganda B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73838128	56.01
99.	Airtel Mobile Commerce Tchad B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73837555	56.01
100.	Airtel Mobile Commerce Zambia B.V.	Overschiestraat 65, 1062 XD Amsterdam, the Netherlands	73838004	56.01
101.	Network I2I (Kenya) Limited	The Oval, Junction of Ring Road Parklands and Jalaram Road Westlands, P.O. Box 962- 00100 - G.P.O Nairobi	PVT-7LU62AL	100.00
102.	Gabon Towers S.A. (under liquidation)	124 Avenue Bouët, B.P. 23 899, Libreville, Gabon	RG LBV 2011B11106	54.86

## IV. Share holding pattern (Equity share capital breakup as percentage of total equity)

## i) Category - Wise Share Holding

Sl. No.	Category of shareholder	No. of shares held at the beginning of the year i.e. April 01, 2019				No. of shares held at the end of the year i.e. March 31, 2020				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
<b>(A)</b>	<b>Promoter and Promoter Group</b>									
(1)	Indian									
(a)	Individual /HUF	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	1,305,663,494	0	1,305,663,494	50.01	1,305,663,494	0	1,305,663,494	50.56	0.55
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(1):</b>	<b>1,305,663,494</b>	<b>0</b>	<b>1,305,663,494</b>	<b>50.01</b>	<b>1,305,663,494</b>	<b>0</b>	<b>1,305,663,494</b>	<b>50.56</b>	<b>0.55</b>
(2)	Foreign									
(a)	Individuals (NRIs/ Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total A(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total A=A(1)+A(2)</b>	<b>1,305,663,494</b>	<b>0</b>	<b>1,305,663,494</b>	<b>50.01</b>	<b>1,305,663,494</b>	<b>0</b>	<b>1,305,663,494</b>	<b>50.56</b>	<b>0.55</b>
<b>(B)</b>	<b>Public Shareholding</b>									
(1)	Institutions									
(a)	Mutual Funds /UTI	0	1,600	1,600	0.00	0	0	0	0.00	0.00
(b)	Financial Institutions / Banks	0	300	300	0.00	0	0	0	0.00	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	100	100	0.00	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(1) :</b>	<b>0</b>	<b>2,000</b>	<b>2,000</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
(2)	Non-Institutions									
(a)	Bodies Corporate	2,685,361	199,296	2,884,657	0.11	0	0	0	0.00	-0.11
(b)	Individuals									
(i)	Individuals holding nominal share capital upto Rs.1 lakh	2,823,091	520,185	3,343,276	0.13	0	0	0	0.00	-0.13
(ii)	Individuals holding nominal share capital in excess of Rs.1 lakh	15369410	3,409,682	18,779,092	0.72	0	0	0	0.00	-0.72
(c)	Others									
	Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
	Foreign Companies	1,272,667,702	3,985,140	1276,652,842	48.90	1,272,667,702	3,985,140	1276,652,842	49.44	0.54
	Non Resident Indians	245,400	225,642	471,042	0.02	0	0	0	0.00	-0.02
	Non Resident Indians (Non-Repatriation)	656,097	0	656,097	0.03	0	0	0	0.00	-0.03

	Trusts	2,321,676	0	2,321,676	0.09	0	0	0	0.00	-0.09
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(2):</b>	<b>1,296,768,737</b>	<b>8,339,945</b>	<b>1,305,108,682</b>	<b>49.99</b>	<b>1,272,667,702</b>	<b>3,985,140</b>	<b>1,276,652,842</b>	<b>49.44</b>	<b>-0.55</b>
	<b>Total B=B(1)+B(2):</b>	<b>1,296,768,737</b>	<b>8,339,945</b>	<b>1,305,108,682</b>	<b>49.99</b>	<b>1,272,667,702</b>	<b>3,985,140</b>	<b>1,276,652,842</b>	<b>49.44</b>	<b>-0.55</b>
	<b>Total (A+B):</b>	<b>2,602,432,231</b>	<b>8,341,945</b>	<b>2,610,774,176</b>	<b>100.00</b>	<b>2,578,331,196</b>	<b>3,985,140</b>	<b>2,582,316,336</b>	<b>100.00</b>	<b>0.00</b>
(C)	Shares held by custodians, against which Depository Receipts have been issued									
(1)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
(2)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Grand Total (A+B+C):</b>	<b>2,602,432,231</b>	<b>8,341,945</b>	<b>2,610,774,176</b>	<b>100.00</b>	<b>2,578,331,196</b>	<b>3,985,140</b>	<b>2,582,316,336</b>	<b>100.00</b>	<b>0.00</b>

Note: During the financial year 2019-20, the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench vide its order dated September 27, 2019, had approved the scheme of reduction of share capital of the Company. Consequently, 2,84,57,840 equity shares of Rs. 10/- each representing 1.09% of the total issued, subscribed and paid-up equity share capital of the Company held by the Identified Shareholders (i.e. the holders of the equity shares of the Company other than Bharti Enterprises (Holding) Private Limited, Pastel Limited, Magenta Investments Limited, Singtel International Investments Private Limited and Indian Continent Investments Limited) were cancelled and extinguished.

ii) **Shareholding of Promoters**

Sl.no.	Name of the Shareholder	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% change in shareholding *
		No. of Shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledged/encumbered to total share	
1	Bharti Enterprises (Holding) Private Limited	1,305,663,494	50.01	Nil	1,305,663,494	50.56	Nil	0.55
	<b>TOTAL</b>	<b>1,305,663,494</b>	<b>50.01</b>	<b>Nil</b>	<b>1,305,663,494</b>	<b>50.56</b>	<b>Nil</b>	<b>0.55</b>

\* The percentage change in shareholding of Promoter is due to Capital Reduction of the Company during the year.

iii) **Change in Promoters' Shareholding:** During the year, there is no change in the number shares held by the Promoter however the percentage change in shareholding of Promoter is due to Capital Reduction of the Company.

iv) **Shareholding Pattern of Top 10 shareholders (other than Directors, Promoters and holders of GDRs and ADRs, if any)**

SI No.	Name of the Shareholder	Shareholding		Cumulative Shareholding during the Year	
		No. of Shares	% of total shares of the Company*	No. of Shares	% of total shares of the Company*
1	<b>Pastel Limited</b>				
	At the beginning of the year	828,434,416	31.73	828,434,416	31.73
	Bought during the year	-	-	828,434,416	32.08
	Sold during the year	-	-	828,434,416	32.08
	At the end of the year	828,434,416	32.08	828,434,416	32.08
2	<b>Singtel International Investments Private Limited</b>				
	At the beginning of the year	261,600,408	10.02	261,600,408	10.02
	Bought during the year	-	-	261,600,408	10.13
	Sold during the year	-	-	261,600,408	10.13
	At the end of the year	261,600,408	10.13	261,600,408	10.13
3	<b>Magenta Investments Limited</b>				
	At the beginning of the year	186,618,016	7.15	186,618,016	7.15
	Bought during the year	-	-	186,618,016	7.23

	Sold during the year	-	-	186,618,016	7.23
	At the end of the year	186,618,016	7.23	186,618,016	7.23
4	<b>Pannalal Bhansali</b>				
	At the beginning of the year	2,343,466	0.09	2,343,466	0.09
	Bought during the year			2,343,466	0.09
	Sold during the year	2,343,466	0.09	-	-
	At the end of the year			-	0.00
5	<b>Custodian (Special Court) A/c#</b>				
	At the beginning of the year	2,321,276	0.09	2,321,276	0.09
	Bought during the year	-		2,321,276	0.09
	Sold during the year	2,321,276	0.09	-	-
	At the end of the year	-	-	-	-
6	<b>PFIL Securities Limited</b>				
	At the beginning of the year	986,000	0.04	986,000	0.04
	Bought during the year	-		986,000	0.04
	Sold during the year	986,000	0.04	-	-
	At the end of the year	-	-	-	-
7	<b>Shri Parasram Commodities Pvt. Ltd.</b>				
	At the beginning of the year	293,783	0.01	293,783	0.01
	Bought during the year	-	-	293,783	0.01
	Sold during the year	293,783	0.01	-	-
	At the end of the year	-	-	-	-
8	<b>Anil Arya</b>				
	At the beginning of the year	261,000	0.01	261,000	0.01
	Bought during the year	-	-	261,000	0.01
	Sold during the year	261,000	0.01	-	-
	At the end of the year	-	-	-	-
9	<b>Devinder Prakash Kalra</b>				
	At the beginning of the year	243,600	0.01	243,600	0.01
	Bought during the year			243,600	0.01
	Sold during the year	243,600	0.01	-	-
	At the end of the year	-	-	-	-
10	<b>Shri Parasram Holdings Pvt.Ltd</b>				
	At the beginning of the year	245,920	0.01	245,920	0.01
	Bought during the year		-	245,920	0.01
	Sold during the year	245,920	0.01	-	-
	At the end of the year	-	-	-	-

11	<b>Perna Mishra</b>				
	At the beginning of the year	171,432	0.01	171,432	0.01
	Bought during the year	-	-	171,432	0.01
	Sold during the year	171,432	0.01	-	-
	At the end of the year	-	-	-	-
	12	<b>Ashok Mehta</b>			
At the beginning of the year		204,160	0.01	204,160	0.01
Bought during the year		-	-	204,160	0.01
Sold during the year		204,160	0.01	-	-
At the end of the year		-	-	-	-
13		<b>Ajay Kumar</b>			
	At the beginning of the year	199,578	0.01	199,578	0.01
	Bought during the year	-	-	199,578	0.01
	Sold during the year	199,578	0.01	-	-
	At the end of the year	-	-	-	-
	14	<b>Prafulchandra G Karania</b>			
At the beginning of the year		197,200	0.01	197,200	0.01
Bought during the year		-	-	197,200	0.01
Sold during the year		197,200	0.01	-	-
At the end of the year		-	-	-	-
15		<b>Ashish Dubey</b>			
	At the beginning of the year	192,850	0.01	192,850	0.01
	Bought during the year	-	-	192,850	0.01
	Sold during the year	192,850	0.01	-	-
	At the end of the year	-	-	-	-

**Notes:**

1. The details of shareholding are maintained by respective Depositories and it is not feasible to provide daily change in the shareholding of top ten shareholders. Therefore, consolidated changes during the year 2019-20 has been provided.
2. During the financial year 2019-20, the Hon'ble National Company Law Tribunal (NCLT), Chandigarh Bench vide its order dated September 27, 2019, had approved the scheme of reduction of share capital of the Company. Consequently, 2,84,57,840 equity shares of Rs. 10/- each representing 1.09% of the total issued, subscribed and paid-up equity share capital of the Company held by the Identified Shareholders (i.e. the holders of the equity shares of the Company other than Bharti Enterprises (Holding) Private Limited, Pastel Limited, Magenta Investments Limited, Singtel International Investments Private Limited and Indian Continent Investments Limited) were cancelled and extinguished.

v) **Shareholding of Directors and Key Managerial Personnel**

Sl. No.	Name of the Directors or KMPs	Shareholding at the beginning of the Year 31.03.2019		Date	Increase / Decrease during the year	Reasons	Cumulative Shareholding during the year / Shareholding at the end of the Year 31.03.2020	
		No. of Shares	% of total shares of the Company				No. of Shares	% of total shares of the Company
Key Managerial Personnel								
1.	Rohit Krishan Puri	1	0.00	October 04, 2019	(1)	Pursuant to Capital Reduction	0	0.00
2.	Devendra Khanna*	-	-	February 04, 2020	1	To Comply with requirement of section 3 and 187 of the Companies Act, 2013	1	0.00
3.	Rohit Krishan Puri*	-	-	February 04, 2020	1	To Comply with requirement of section 3 and 187 of the Companies Act, 2013	1	0.00
4.	Puneet Tandon*	-	-	February 04, 2020	1	To Comply with requirement of section 3 and 187 of the Companies Act, 2013	1	0.00

\*Shares held as a nominee of Bharti Enterprises (Holding) Private Limited as registered shareholder.

v) **Indebtedness**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Rs.in Millions)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	0.00	45,723.00	0.00	45,723.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	2,621.00	0.00	2,621.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>48,344.00</b>	<b>0.00</b>	<b>48,344.00</b>
<b>Change in indebtedness during the financial year</b>				
Addition	0.00	92,236.00	0.00	92,236.00
Reduction	0.00	53,448.00	0.00	53,448.00
Net Change	<b>0.00</b>	<b>38,788.00</b>	<b>0.00</b>	<b>38,788.00</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0.00	82,033.00	0.00	82,033.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	5,099.00	0.00	5,099.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>87,132.00</b>	<b>0.00</b>	<b>87,132.00</b>

VI. **Remuneration of Directors and Key Managerial Personnel**

A. Remuneration to Managing director, Whole-time Directors and / or Manager :

Nil



## B. Remuneration of Non-Executive Directors including Independent Directors for the financial year 2019-20:

(₹ in Lakhs)

<b>Independent Directors</b>	<b>Fee for attending board / committee meetings</b>	<b>Commission</b>	<b>Total</b>
Mr. Amarjeet Singh	0.50	-	0.50
Mr. Rajiv Kumar Chaudhri	0.75	-	0.75
Mr. Ravinder Arora	0.75	-	0.75
<b>Total B1</b>	<b>2.00</b>	<b>-</b>	<b>2.00</b>
<b>Other Non-Executive Directors</b>	<b>Fee for attending board / committee meetings</b>	<b>Commission</b>	<b>Total</b>
Mr. Rakesh Bharti Mittal	-	-	-
Ms. Chua Sock Koong	-	-	-
Ms. Tan Yong Choo	-	-	-
<b>Total B2</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL B = (B1+B2)</b>	<b>2.00</b>	<b>-</b>	<b>2.00</b>
<b>Ceiling as per the Act</b>	N.A.		
<b>Total Managerial Remuneration (A+B)</b>	Nil		
<b>Total ceiling as per the act (11%)</b>	N.A.		

## C. Remuneration to Key Managerial Personnel other than Managing Director / Whole-time Director / Manager: Nil

## VII. Penalties/ Punishment/ Compounding of Offences:

Nil

Place: London, England  
Date: July 29, 2020

On behalf of the Board

Sd/-  
Sunil Bharti Mittal  
Chairman  
DIN: 00042491

**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020**

The Members,  
**Bharti Telecom Limited**  
Airtel Centre, Plot No. 16,  
Udyog Vihar, Phase - IV,  
Gurgaon -122001  
Haryana

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bharti Telecom Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; Not Applicable
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;; Not applicable
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable
  - d) The Securities and Exchange Board of India (Share Based employee Benefits) Regulations, 2014; Not Applicable

- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client to the extent of securities issued;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; Not Applicable
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not Applicable

(vi) Management has confirmed and certified that following are the Sectorial Law specifically applicable to the Company based on the Sectors/Businesses in which it operates:

- a) Chapter IIIB of Reserve Bank of India Act, 1934
- b) Core investment Companies (Reserve Bank) Directions, 2016.
- c) All the directions/ Regulations/instructions issued by the Reserve Bank of India to Non-Banking Financial Companies, particularly those applicable to the Core-Investment Companies, from time to time.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.
- ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes, in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (except in cases where meetings were convened at a shorter notice for which necessary approvals obtained as per applicable provisions), and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the following major specific events took place having a major bearing on the company's affairs in pursuance of the referred laws, rules, regulations, guidelines, standards, etc.





i. Issuance and allotment of Rated, Listed, Unsecured, Redeemable Non-Convertible Debentures on Private placement Basis for an aggregate amount upto INR 3100 Cr. comprising of 3 series as mentioned below:

- Series I – 7000 NCDs having face value of INR 10 Lacs per Debenture for an aggregate consideration of INR 700 Cr.
- Series II- 10,000 NCDs having face value of INR 10 Lacs per Debenture for an aggregate consideration of INR 1,000 Cr.
- Series III- 14000 NCDs having face value of INR 10 Lacs per Debenture for an aggregate consideration of INR 1,400 Cr.

ii. Hon'ble National Company Law Tribunal Chandigarh bench vide its order dated September 27, 2019 granted its approval in respect of reduction of issued, subscribed and paid-up equity share capital of the Company from 2,610,774,176 shares of Rs. 10 each to 2,582,316,336 shares of Rs. 10 each by cancelling extinguishing 1.09% of the total, issued, subscribed and paid-up equity share capital of the company comprising 28,457,840 equity shares of Rs. 10 each.

iii. Issuance and allotment of Rated, Listed, Unsecured, Redeemable Non-Convertible Debentures on Private placement Basis for an aggregate amount upto INR 2500 Cr. comprising of 2 series as mentioned below:

- Series IV- 12,500 NCDs having the face value of INR 10 Lacs per Debenture for an aggregate consideration of INR 1,250 Cr.
- Series V- 12,500 NCDs having the face value of INR 10 Lacs per Debenture for an aggregate consideration of INR 1,250 Cr.

Chandrasekaran Associates  
Company Secretaries

Dr. S. Chandrasekaran  
Senior Partner  
Membership No.: FCS 1644  
Certificate of Practice No.: 715  
UDIN: F001644B000234129



Date: 13.05.2020

Place: Delhi

Notes:

- This report is to be read with our letter of even date which is annexed as Annexure-A and form an integral part of this report.
- Due to restricted movement amid COVID-19 pandemic, we conducted the secretarial audit by examining the Secretarial Records including Minutes, Documents, Registers and other records etc., and some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct.
- This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to Financial Year 2019-2020. We are not commenting on the Statutory Compliances whose due dates are extended by Regulators from time to time due to COVID-19 or still there is time line to comply with such compliances

The Members,

**Bharti Telecom Limited**

Airtel Centre, Plot No. 16,

Udyog Vihar, Phase - IV,

Gurgaon -122001

Haryana

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Chandrasekaran Associates

Company Secretaries



Dr. S. Chandrasekaran

Senior Partner

Membership No.: FCS 1644

Certificate of Practice No.: 715

UDIN: F001644B000234129

Date: 13.05.2020

Place: Delhi

## **INDEPENDENT AUDITOR'S REPORT**

### **To The Members of BHARTI TELECOM LIMITED Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of **Bharti Telecom Limited** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2020 and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Cash Flow Statement and the Standalone Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

## **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to the Board's Report but does not include the standalone financial statements and our auditor's report thereon. The Board's Report including Annexures to the Board's Report is expected to be made available to us after the date of this auditor's report.

- Our opinion on the Standalone Financial Statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Board's Report including Annexures to the Board's Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

## **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibility for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss including Other Comprehensive Income, the Standalone Cash Flow Statement and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,  
  
In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any managerial remuneration during the current year and accordingly provision of section 197 read with schedule V of the act are not applicable to the Company.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position in its standalone financial statements. (Refer note 22 to the financial statement).

- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. (Refer note 32 to the financial statement).
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company. (Refer note 33 to the financial statement).
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

Sd/-

Nilesh Lahoti  
(Partner)  
(Membership No. 130054)

Place: Gurugram  
Date: May 18, 2020

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Bharti Telecom Limited of even date)**

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Bharti Telecom Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

## **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020 based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Sd/-

Nilesh Lahoti

(Partner)

(Membership No. 130054)

Place: Gurugram

Date: May 18, 2020

## **ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. The Company does not have any fixed assets and hence reporting under clause 3(i) of the order is not applicable to the Company.
- ii. The Company does not have any inventory and accordingly the requirement under clause 3(ii) of the Order is not applicable to the Company.
- iii. According to information and explanation given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company's principle business is acquisition of securities in Group Companies, which is exempted from the provisions of Section 186 of the Companies Act, 2013 in respect of making investments. The Company has not granted any loans or provided guarantees and hence reporting under clause 3(iv) of the Order is not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 of the Companies Act, 2013 and the rules framed there under are applicable and therefore, the provisions of the clause 3 (v) of the Order are not applicable.
- vi. To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause 148(1) of the Companies Act, 2013 for the services of the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Goods and Services tax, cess and other material statutory dues applicable to it to the appropriate authorities. As explained to us, the Company did not have any dues on account of Provident Fund, Employees' State Insurance and Customs Duty.
  - (b) There were no undisputed amounts payable in respect of Income-tax, Goods and Services tax, cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.
  - (c) There are no dues of Income tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, and Value Added Tax which have not been deposited on account of any dispute as on March 31, 2020.

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and dues to debenture holders. The Company has not taken any loans or borrowings from Government.
- ix. During the current year, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). In our opinion and according to the information and explanations given to us, the term loans (including non-convertible debentures) have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations given to us, the Company has not paid any managerial remuneration during the current year, accordingly provision of section 197 read with schedule V of the Act are not applicable to the Company and hence reporting under clause 3 (xi) of the Order are not applicable.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- xiv. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding company, directors of subsidiary company or directors of associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- xvi. The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and it has obtained the registration.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

Sd/-

**Nilesh Lahoti**  
Partner  
(Membership No. 130054)

Place: Gurugram  
Date: May 18, 2020

**BHARTI TELECOM LIMITED**  
**Standalone Balance Sheet as at March 31, 2020**  
(All amounts are in millions of Indian Rupees, unless otherwise stated)

Particulars	Notes	As at March 31, 2020	As at March 31, 2019
<b>Assets</b>			
<b>Financial assets</b>			
Cash and cash equivalents	4	1,644	1,254
Investments	5	168,633	143,615
Other financial assets	6	4	5
		<b>170,281</b>	<b>144,874</b>
<b>Non-financial assets</b>			
Other non-financial assets	7	52	41
		<b>52</b>	<b>41</b>
<b>Total Assets</b>		<b>170,333</b>	<b>144,915</b>
<b>Liabilities and equity</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Payables - others	8		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		73	27
Debt securities	9	72,612	29,099
Borrowings	10	13,871	19,163
Other financial liabilities	11	649	82
		<b>87,205</b>	<b>48,371</b>
<b>Non-financial liabilities</b>			
Provisions	12	24	26
Deferred tax liabilities (net)		2	2
Other non-financial liabilities	13	0	1
		<b>26</b>	<b>29</b>
<b>Equity</b>			
Equity share capital	14	25,823	26,108
Other equity		57,279	70,407
		<b>83,102</b>	<b>96,515</b>
<b>Total liabilities and equity</b>		<b>170,333</b>	<b>144,915</b>
<b>Significant accounting policies</b>	2		

The accompanying notes 1 to 36 form an integral part of the Standalone Financial Statements.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
ICAI Firm Registration No: 117366W / W-100018

Sd/-

**Nilesh H. Lahoti**  
Partner  
Membership No. 130054

**For and on behalf of the Board of Directors of  
Bharti Telecom Limited**

Sd/-

**Rajan Bharti Mittal**  
Director  
DIN - 00028016

Sd/-

**Devendra Khanna**  
Managing Director  
DIN - 01996768

Place :  
Date :

Sd/-

**Rohit Krishan Puri**  
Company Secretary

Place : New Delhi  
Date : May 18, 2020

Sd/-

**Puneet Tandon**  
Chief Financial Officer

**BHARTI TELECOM LIMITED**  
**Standalone Statement of Profit and Loss for year ended March 31, 2020**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Particulars	Notes	Year ended March 31, 2020	Year ended March 31, 2019
<b>Revenue from operations</b>			
Interest income	15	106	80
Dividend income	16	-	10,014
Profit on sale of investments (including fair value gain)	17	52	56
		<b>158</b>	<b>10,150</b>
<b>Expenses</b>			
Finance costs	18	6,810	4,266
Administrative and other expenses	19	17	85
		<b>6,827</b>	<b>4,351</b>
<b>(Loss)/profit before tax</b>		<b>(6,669)</b>	<b>5,799</b>
<b>Tax expense</b>			
Current tax		-	-
Deferred tax	20	(8)	2
		<b>(8)</b>	<b>2</b>
<b>(Loss)/profit for the year</b>		<b>(6,661)</b>	<b>5,797</b>
<b>Other comprehensive income</b>		-	-
<b>Other comprehensive (loss)/income for the year</b>		-	-
<b>Total comprehensive (loss)/income for the year</b>		<b>(6,661)</b>	<b>5,797</b>
<b>Earnings per equity share (in Rs.)</b>			
(Basic and diluted) face value of Rs. 10 each	24	(2.57)	2.22

The accompanying notes 1 to 36 form an integral part of the Standalone Financial Statements.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
ICAI Firm Registration No: 117366W / W-100018

Sd/-

**Nilesh H. Lahoti**  
Partner  
Membership No. 130054

Place :  
Date :

**For and on behalf of the Board of Directors of  
Bharti Telecom Limited**

Sd/-

**Rajan Bharti Mittal**  
Director  
DIN - 00028016

Sd/-

**Rohit Krishan Puri**  
Company Secretary

Place : New Delhi  
Date : May 18, 2020

Sd/-

**Devendra Khanna**  
Managing Director  
DIN - 01996768

Sd/-

**Puneet Tandon**  
Chief Financial Officer



**BHARTI TELECOM LIMITED****Standalone Cash Flow Statement for year ended March 31, 2020****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
<b>A. Cash flow from operating activities:</b>		
(Loss) / profit before tax	(6,669)	5,799
<b>Adjustments for:</b>		
Profit on sale of investment (including fair value gain)	(52)	(56)
Interest income	(106)	(80)
Finance cost	6,810	4,266
Tax asset written off	4	-
<b>Operating (loss)/profit before working capital changes</b>	<b>(13)</b>	<b>9,929</b>
<b>Adjustments for changes in working capital :</b>		
Increase in other financial assets	-	(1)
Increase in payable others	45	26
Decrease in other non-financial assets	0	0
Decrease in other non-financial liabilities	(1)	(11)
<b>Cash generated from operations</b>	<b>31</b>	<b>9,943</b>
Taxes paid	(11)	(17)
<b>Net cash generated by operating activities</b>	<b>20</b>	<b>9,926</b>
<b>B. Cash flow from investing activities:</b>		
Investment in mutual funds	(29,683)	(18,629)
Proceeds from sale of investment in mutual funds	29,668	18,379
Investment in subsidiary	(24,952)	-
Deposit matured with bank	15,411	-
Deposit placed with bank *	(15,491)	(71)
Interest received	107	79
<b>Net cash flow used in investing activities</b>	<b>(24,940)</b>	<b>(242)</b>
<b>C. Cash flow from financing activities:</b>		
Proceeds from borrowings	90,749	32,329
Repayment of borrowings	(57,834)	(39,814)
Payment on account of capital reduction	(6,181)	-
Interest paid	(1,505)	(2,167)
<b>Net cash generated by/(used in) financing activities</b>	<b>25,229</b>	<b>(9,652)</b>
<b>Net increase in cash &amp; cash equivalents (A+B+C)</b>	<b>309</b>	<b>32</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>83</b>	<b>51</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>392</b>	<b>83</b>
<b>Cash and cash equivalents comprise</b>		
Balance with banks in current accounts	392	83
Balance with banks in deposits	-	-
	<b>392</b>	<b>83</b>

\* Includes interest on fixed deposit kept as lien with bank against term loan.

For changes in liabilities on account of financing activities refer note 26

The accompanying notes 1 to 36 form an integral part of the Standalone Financial Statements.

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

ICAI Firm Registration No: 117366W / W-100018

Sd/-

**Nilesh H. Lahoti**

Partner

Membership No. 130054

**For and on Behalf of the Board of Directors of****Bharti Telecom Limited**

Sd/-

**Rajan Bharti Mittal**

Director

DIN - 00028016

Sd/-

**Devendra Khanna**

Managing Director

DIN - 01996768

Sd/-

**Rohit Krishan Puri**

Company Secretary

Sd/-

**Puneet Tandon**

Chief Financial Officer

Place :

Date :

Place : New Delhi

Date : May 18, 2020

**BHARTI TELECOM LIMITED**  
**Standalone Statement of Changes in Equity for year ended March 31, 2020**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**Statement of change in equity**

**Equity share capital (A)**

Particulars	Balance at the beginning of the reporting period	Change in equity share capital during the year	Balance at the end of the reporting period
Equity share capital	26,108	(285)	25,823

**Other equity (B)**

Particulars	Securities Premium	Retained Earnings	Statutory Reserve	Debenture Redemption Reserve (DRR)	Total
<b>Balance at the beginning of the reporting period (April 01, 2018)</b>	<b>36,267</b>	<b>21,693</b>	-	<b>6,650</b>	<b>64,610</b>
Profit for the year	-	5,797	-	-	5,797
<b>Total comprehensive income for the year</b>	-	<b>5,797</b>	-	-	<b>5,797</b>
Shares issued during the year	-	-	-	-	-
Transfer from debenture redemption reserve	-	6,650	-	(6,650)	-
<b>Balance at the end of the reporting period (March 31, 2019)</b>	<b>36,267</b>	<b>34,140</b>	-	-	<b>70,407</b>
Transfer to statutory reserve	-	(1,159)	1,159	-	-
Loss for the period	-	(6,661)	-	-	(6,661)
<b>Total comprehensive (loss) for the year</b>	-	<b>(7,820)</b>	<b>1,159</b>	-	<b>(6,661)</b>
Change in reserves pursuant to capital reduction	-	(6,467)	-	-	(6,467)
<b>Balance at the end of the reporting period (March 31, 2020)</b>	<b>36,267</b>	<b>19,853</b>	<b>1,159</b>	-	<b>57,279</b>

Notes:

- Share premium is the amount received over the face value of shares issued by the Company, this excess amount is credited to securities premium account.
- Retained earnings represents accumulated profit of the Company from its investments post the required appropriations.
- Statutory Reserves is a reserve fund created from transfer of profits for previous year disclosed in profit & loss account as per section 45-IC of the RBI Act. Transfer to statutory reserve pertains to the year ended March 31, 2019.

The accompanying notes 1 to 36 form an integral part of the Standalone Financial Statements.

**For Deloitte Haskins & Sells LLP**

Chartered Accountants  
ICAI Firm Registration No: 117366W / W-100018

**For and on Behalf of the Board of Directors of  
Bharti Telecom Limited**

Sd/-

**Nilesh H. Lahoti**  
Partner  
Membership No. 130054

Sd/-

**Rajan Bharti Mittal**  
Director  
DIN - 00028016

Sd/-

**Devendra Khanna**  
Managing Director  
DIN - 01996768

Sd/-

**Rohit Krishan Puri**  
Company Secretary

Place : New Delhi  
Date : May 18, 2020

Sd/-

**Puneet Tandon**  
Chief Financial Officer

Place :  
Date :

## **BHARTI TELECOM LIMITED**

### **Notes forming part of the Standalone Financial Statements**

**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

#### **1. Corporate information**

Bharti Telecom Limited ("the Company") having its Registered office at Plot No.16, Udyog Vihar, Phase-IV, Gurugram - 122015 is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. It is a part of Bharti Group with its primary activity being holding investment in Bharti Airtel Limited.

The Company made an application for registration as a Systemically Important Core Investment Company (i.e., CIC-ND-SI) on December 18, 2017 in terms of the Core Investment Companies (Reserve Bank) Directions, 2016 issued on August 25, 2016. The registration was granted by RBI vide Certificate No. N-14.03465 dated January 15, 2019. Consequently the Company has prepared its standalone financial statement in compliance with Division III of Schedule III issued by Ministry of Corporate Affairs dated October 11, 2018.

Its subsidiary (namely Bharti Airtel Limited) is a leading telecommunication service provider in India and also has strong presence in Africa and South Asia through its subsidiaries, and is engaged primarily in the business of rendering services in the telecommunication systems and services, tower infrastructure services and direct to home digital services.

#### **2. Significant accounting policies**

##### **2.1 Basis of preparation**

These standalone financial statements ("financial statements" have been prepared to comply in all material respects with the Indian Accounting standards ("Ind AS") as specified under the section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standard) Rules, 2015.

The standalone financial statements are authorised for issue by the Company's Board of Directors on May 18, 2020.

The preparation of the said standalone financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgment in the process of applying the Company's accounting policies. The areas where estimates are significant to the standalone financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in Notes.

The standalone financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and Division III of Schedule III of the Companies Act 2013. Further, for the purpose of clarity, various items are aggregated in the statement of profit and loss and balance sheet. Nonetheless, these items are dis-aggregated separately in the notes to the standalone financial statements, where applicable or required.

The accounting policies, as set out in the following paragraphs of this note, have been consistently applied, by the Company, to all the periods presented in the said standalone financial statements.

The standalone financial statements are presented in Indian Rupees which is the functional and presentation currency of the Company.

**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

All the amounts included in the standalone financial statements are reported in millions of Indian Rupees ('Rupees' or 'Rs.') and are rounded to the nearest millions, except per share data and unless stated otherwise. All amount less than Rs. 0.5 millions are reporting as 'Rs. 0' due to rounding-off.

**2.1.1 New Standards and amendments during the year**

The Company applied for the first time following amendment to the Ind AS which are effective for annual periods beginning on or after April 01, 2019. The nature and the impact of the amendment is described below:

**Ind AS 116, Leases**

MCA had notified Ind AS 116 'Leases' effective for annual reporting periods beginning on or after April 01, 2019. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. It introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. A lease is required to recognise a right-of-use asset representing its right to use and the underlying leased assets and a lease liability representing its obligation to make lease payments. The adoption of the said Ind As does not have any impact on the standalone financial statements of the Company.

**Amendment to Ind AS 12, Income Taxes**

MCA had notified Amendment to Ind AS 12, Income taxes, effective for annual reporting periods beginning on or after April 1, 2019. As per the amendment, an entity shall recognise the income tax consequences of dividends when it recognises a liability to pay a dividend and shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The amendment does not have any impact on the standalone financial statements of the Company in addition to what the Company has already recorded/ disclosed.

**Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments:**

MCA had notified Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments, effective for annual reporting periods beginning on or after April 1, 2019. Appendix C to Ind AS 12 addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12, Income Taxes. It does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. Appendix C to Ind AS 12 addresses the following:

**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

Upon application of Appendix C to Ind AS 12, the Company considered whether it has any uncertain tax positions. The Company's tax filings include deductions and the taxation authorities may challenge those tax treatments. The Company determined, based on its tax compliance that it is probable that its tax treatments will be accepted by the taxation authorities. Appendix C to Ind AS 12 does not have an impact on the standalone financial statements of the Company in addition to what the Company has already recorded/disclosed.

**2.2 Basis of measurement**

The standalone financial statements have been prepared on the accrual and going concern basis, and the historical cost convention except where the Ind AS requires a different accounting treatment. The principal variations from the historical cost convention relate to financial instruments classified as fair value through profit or loss.

**Fair value measurement**

Fair value is the price at the measurement date, at which an asset can be sold or paid to transfer a liability, in an orderly transaction between market participants. The Company's accounting policies require, measurement of certain financial/nonfinancial assets and liabilities at fair values (either on a recurring or non-recurring basis). Also, the fair values of financial instruments measured at amortised cost are required to be disclosed in the said standalone financial statements.

The Company is required to classify the fair valuation method of the financial/non-financial assets and liabilities, either measured or disclosed at fair value in the standalone financial statements, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurement). Accordingly, the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The three levels of the fair-value-hierarchy are described below:

Level 1: Quoted (unadjusted) prices for identical assets or liabilities in active markets

Level 2: Significant inputs to the fair value measurement are directly or indirectly observable

Level 3: Significant inputs to the fair value measurement are unobservable.

**BHARTI TELECOM LIMITED**  
**Notes forming part of the Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

## **2.3 Summary of significant accounting policies**

### **(a) Financial instruments**

A Financial Instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### **Financial assets**

##### **Initial recognition and measurement**

The financial instruments are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the financial instrument.

The Company determines the classification of its financial instruments at initial recognition.

The Company recognises its investment in subsidiary at cost less any impairment losses. The said investments are tested for impairment whenever circumstances indicate that their carrying values may exceed the recoverable amount.

The Company classifies its other financial assets in the following categories: a) those to be measured subsequently at fair value through profit or loss, and b) those to be measured at amortised cost. The classification depends on the nature of instrument being recognised.

Financial assets are recognized initially at transaction costs that are attributable to the acquisition of the financial asset, in the case of financial assets not recorded at transaction cost, at fair value through Profit & loss account.

##### **Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at amortized cost
- Financial assets measured at fair value through other comprehensive income (FVTOCI)
- Financial assets measured at fair value through Profit and Loss (FVTPL)

##### **Financial assets at amortized cost**

The category applies to the Company's cash and cash equivalents. A financial asset is measured at the amortized cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding

**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

After initial measurement, such financial assets are subsequently measured at amortized cost using the Effective Interest Rate method, depending upon the time of instrument. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective Interest Rate. The accretion of Effective Interest Rate is recorded as an income/expense in Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

**Financial assets measured at FVTOCI**

The Company does not have any financial assets within this category.

**Financial assets measured at fair value through profit and loss (FVTPL)**

FVTPL is a residual category for financial assets. This category applies majorly to the Company's investment in mutual funds. These investments are held for trading and they are measured at FVTPL.

**Financial liabilities****Initial recognition and measurement**

At initial recognition, all financial liabilities are classified as financial liabilities at fair value. The Company's financial liabilities majorly include borrowings and trade and other payables.

**Subsequent measurement**

For purposes of subsequent measurement, financial liabilities have been valued at fair value.

**Loans and borrowings**

Loans and borrowings are initially recognised at fair value, net of transaction cost incurred. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit and loss when the liabilities are derecognized as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or cost that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

The Effective Interest Rate Method (EIR) is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)****Derecognition**

The financial liabilities are de-recognized from the balance sheet when the under-lying obligations are extinguished, discharged, lapsed, cancelled, expires or legally released. The financial assets are de-recognized from the balance sheet when the rights to receive cash flows from the financial assets have expired, or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

**(b) Taxation**

The income tax expense comprises of current and deferred income tax. Income tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognized in the other comprehensive income or directly in equity, in which case the related income tax is also recognized accordingly.

**Current tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the country where the Company operates and generates taxable income.

Any interest / penalties, related to accrued liabilities for potential tax assessments are not included in Income tax charge or (credit), but are rather recognized within finance costs.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities

**Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax is not recognised when it arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.



**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Income tax assets and liabilities are off-set against each other and the resultant net amount is presented in the balance sheet, if and only when, (a) the Company currently has a legally enforceable right to set-off the current income tax assets and liabilities, and (b) when it relate to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balances on net basis.

**(c) Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and any deposits with original maturities of three months or less (that are readily convertible to known amounts of cash and cash equivalents and subject to an insignificant risk of change in value).

For the purpose of the statement of cash flows, in addition to above items, any bank overdrafts/cash credits that are integral part of the Company's cash management, are also included as a component of cash and cash equivalent.

**(d) Share capital**

Ordinary shares are classified as Equity when the Company has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Company and there is no contractual obligation whatsoever to that effect.

**(e) Provisions**

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

**(f) Contingencies**

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**(g) Borrowing costs**

Borrowing cost consists of interest cost and other ancillary costs that the Company incurs in connection with the borrowing of funds. The borrowing cost directly attributable to the acquisition or construction of any asset that takes a substantial period of time to get ready for its intended use or sale is capitalized. All other borrowing costs are recognised in the statement of profit and loss within finance costs of the period in which they are incurred.

**BHARTI TELECOM LIMITED**  
**Notes forming part of the Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**(h) Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits associated with the entity and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

**Interest income**

The interest income is recognized using the Effective Interest Rate method.

**Dividend income**

Dividend income is recognized when the Company's right to receive the payment is established.

**(i) Earnings per share (EPS)**

The Company presents the basic and diluted EPS data.

Basic EPS is calculated by dividing the net profit for the year attributable to equity shareholders of the company by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted EPS, the net profit for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

**3. Critical accounting estimates, assumptions and judgements**

The estimates and judgments used in the preparation of the said standalone financial statements are continuously evaluated by the Company, and are based on historical experience and various other assumptions and factors (including expectations of future events), that the Company believes to be reasonable under the existing circumstances. The said estimates and judgments are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

Although the Company regularly assesses these estimates, actual results could differ materially from these estimates - even if the assumptions under-lying such estimates were reasonable when made, if these results differ from historical experience or other assumptions do not turn out to be substantially accurate. The changes in estimates are recognized in the standalone financial statements in the year in which they become known.

**3.1 Significant accounting estimates**

**Impairment of assets**

The Company conducts impairment reviews of investments in subsidiary whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

**BHARTI TELECOM LIMITED****Notes forming part of the Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Determining whether an asset is impaired requires an estimation of the recoverable amount, which requires the Company to estimate the value in use which base on future cash flows, after taking into account past experience management's best estimate about future developments. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**Taxes**

Deferred tax assets are recognised for the unused tax losses and minimum alternate tax credits for which there is probability of utilisation against the future taxable profit. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, future tax planning strategies and recent business performances and developments.

**Contingent liabilities and provisions**

The Company is involved in legal, tax and regulatory matters, the outcome of which may not be favorable to the Company. Management in consultation with the legal, tax and other advisers assess the likelihood that a pending claim will succeed. The Company applies its judgment and recognises liabilities based on whether additional amounts will be payable and includes contingent liabilities where economic outflows are considered possible but not probable.

**Employee Benefits**

The time spent by employees of group companies is insignificant and indeterminate and there is no reasonable basis of estimation of cost. Hence there is no cross charge of time spent by employees of group companies for Bharti Telecom Limited.

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**4. Cash and cash equivalents**

Particulars	As at March 31, 2020	As at March 31, 2019
Balances with banks	392	83
Balances with banks to the extent held as margin money or security against the borrowings	1,252	1,171
<b>Total</b>	<b>1,644</b>	<b>1,254</b>

**5. Investments**

Particulars	As at March 31, 2020			As at March 31, 2019		
	At amortised cost	Designated at FVTPL	Total	At amortised cost	Designated at FVTPL	Total
<b>Mutual funds</b>						
Aditya Birla Sun Life Liquid Fund - 547,195 units (March 31, 2019 - 464,847 units)	-	174	174	-	139	139
Axis Liquid Fund - 89,572 units (March 31, 2019- Nil units)	-	197	197	-	-	-
ICICI Prudential Liquid Fund - 283,748 units (March 31, 2019 - 914,757 units)	-	83	83	-	252	252
NIPPON India Liquid Fund - 561 units (March 31, 2019 - Nil units)	-	3	3	-	-	-
TATA Liquid Regular Plan Fund - Nil units (March 31, 2019 - 627 units)	-	-	-	-	2	2
UTI Liquid Cash Plan Fund - 764 units (March 31, 2019 - Nil units)	-	2	2	-	-	-
	-	<b>459</b>	<b>459</b>	-	<b>393</b>	<b>393</b>
<b>Subsidiary</b>						
2,116,236,438 (March 31, 2019: 2,002,818,452) equity shares of Rs 5 each fully paid-up in Bharti Airtel Limited	168,174	-	168,174	143,222	-	143,222
<b>Total - Gross (A)</b>	<b>168,174</b>	<b>459</b>	<b>168,633</b>	<b>143,222</b>	<b>393</b>	<b>143,615</b>
Investments outside India	-	-	-	-	-	-
Investments in India	168,174	459	168,633	143,222	393	143,615
<b>Total - Gross (B)</b>	<b>168,174</b>	<b>459</b>	<b>168,633</b>	<b>143,222</b>	<b>393</b>	<b>143,615</b>
Less: Allowance for impairment loss (C)	-	-	-	-	-	-
<b>Total - Net (A)-(C)</b>	<b>168,174</b>	<b>459</b>	<b>168,633</b>	<b>143,222</b>	<b>393</b>	<b>143,615</b>
Aggregate cost of investments	168,174	459	168,633	143,222	393	143,615
Aggregate market value of investments	933,049	459	933,508	667,139	393	667,532

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**6 Other financial assets**

Particulars	As at March 31, 2020	As at March 31, 2019
<b>Unsecured, considered good unless stated otherwise</b>		
Interest accrued but not due on fixed deposits	4	5
<b>Total</b>	<b>4</b>	<b>5</b>

**7 Other non-financial assets**

Particulars	As at March 31, 2020	As at March 31, 2019
Income tax recoverable *	44	40
Prepaid expenses	0	1
Mat credit	8	-
Others	0	-
<b>Total</b>	<b>52</b>	<b>41</b>

\* Net of provision of Rs.511 (March 31, 2019 - Rs. 576)

**8 Payables - others**

Particulars	As at March 31, 2020	As at March 31, 2019
- Micro enterprises and small enterprises	-	-
- Creditors other than micro enterprises and small enterprises	73	27
<b>Total</b>	<b>73</b>	<b>27</b>

**Micro, small & medium enterprises development act, 2006 ('MSMED') disclosure**

The dues to micro and small enterprises as required under MSMED Act 2006, based on the information available with the company is given below:

Particulars	As at March 31, 2020	As at March 31, 2019
Principal amount and interest due thereon[(March 31 2019-Rs Nil)] remaining unpaid to any supplier as at the end of each accounting year	-	-
Amount of interest paid by the buyer in terms of section 16 of the MSMED Act,2006 along with the amounts of the payment made to the supplier and beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under MSMED Act, 2006.	-	-
Amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

**9 Debt securities**

Particulars	As at March 31, 2020			As at March 31, 2019		
	At amortised cost	Designated at FVTPL	Total	At amortised cost	Designated at FVTPL	Total
<b>Non-convertible debentures- unsecured</b>						
- 8.50% Series 1, 15,000 debentures of Rs. 1,000,000 each (maturity February 19, 2020)	-	-	-	16,405	-	16,405
- 9.85% Series I, 7,000 debentures of Rs. 1,000,000 each (maturity May 19, 2020)	7,600	-	7,600	-	-	-
- 9.85% Series II, 10,000 debentures of Rs. 1,000,000 each (maturity May 22, 2020)	10,856	-	10,856	-	-	-
- 9.85% Series III, 14,000 debentures of Rs. 1,000,000 each (maturity May 29, 2020)	15,198	-	15,198	-	-	-
- 8.60% Series 2, 11,600 debentures of Rs. 1,000,000 each (maturity February 19, 2021)	13,763	-	13,763	12,694	-	12,694
- 8.25% Series IV, 12,500 debentures of Rs. 1,000,000 each (maturity March 17, 2021)	12,593	-	12,593	-	-	-
- 8.90% Series V, 12,500 debentures of Rs. 1,000,000 each (maturity February 17, 2022)	12,602	-	12,602	-	-	-
<b>Total (A)</b>	<b>72,612</b>	<b>-</b>	<b>72,612</b>	<b>29,099</b>	<b>-</b>	<b>29,099</b>
Debt securities in India	72,612	-	72,612	29,099	-	29,099
Debt securities outside India	-	-	-	-	-	-
<b>Total (B)</b>	<b>72,612</b>	<b>-</b>	<b>72,612</b>	<b>29,099</b>	<b>-</b>	<b>29,099</b>

**BHARTI TELECOM LIMITED****Notes forming part of Standalone Financial Statements****(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Note: The above outstanding figures for Non Convertible Debentures are inclusive of interest accrued.

The following Debentures of the Company are listed on National Stock Exchange (NSE):

- 1) 9.85% Series I, 7,000 debentures of Rs. 1,000,000 each (maturity May 19, 2020) were listed on May 20, 2019.
- 2) 9.85% Series II, 10,000 debentures of Rs. 1,000,000 each (maturity May 22, 2020) were listed on May 20, 2019.
- 3) 9.85% Series III, 14,000 debentures of Rs. 1,000,000 each (maturity May 29, 2020) were listed on May 20, 2019.
- 4) 8.25% Series IV, 12,500 debentures of Rs. 1,000,000 each (maturity March 17, 2021) were listed on February 20, 2020.
- 5) 8.90% Series V, 12,500 debentures of Rs. 1,000,000 each (maturity February 17, 2022) were listed on February 20, 2020.

**10 Borrowings**

Particulars	As at March 31, 2020			As at March 31, 2019		
	At amortised cost	Designated at FVTPL	Total	At amortised cost	Designated at FVTPL	Total
<b>Term loans- unsecured</b>						
From Bank	11,200	-	11,200	11,000	-	11,000
<b>Other loans- unsecured</b>						
Commercial Paper from bank	2,671	-	2,671	8,163	-	8,163
<b>Total (A)</b>	<b>13,871</b>	<b>-</b>	<b>13,871</b>	<b>19,163</b>	<b>-</b>	<b>19,163</b>
Borrowing in India	13,871	-	13,871	19,163	-	19,163
Borrowing outside India	-	-	-	-	-	-
<b>Total (B)</b>	<b>13,871</b>	<b>-</b>	<b>13,871</b>	<b>19,163</b>	<b>-</b>	<b>19,163</b>

Note: The above outstanding figures for Commercial Papers are net of unamortised discount.

(1) Borrowings are in the form of Term Loans and Commercial Papers. Both instruments of financing are unsecured, except the term loan against which Rs. 1,252 (March 31, 2019 - Rs. 1,171) has been secured by way of lien in favor of bank in form of Fixed Deposits.

(2) Terms Loan of Rs. 10,000 will mature on February 28, 2021, term loan of Rs. 1,000 will mature on March 19, 2021 and short term loan of Rs. 200 will mature on June 23, 2020.

(3) Commercial Paper of Rs. 500, listed on March 26, 2020, will mature on June 19, 2020, commercial paper of Rs. 2,000, listed on March 11, 2020, will mature on September 09, 2020 and commercial paper of Rs. 250, listed on March 26, 2020, will mature on September 24, 2020.

(4) There was no default in repayment of borrowings or interest to bank during the year ended March 31, 2020.

**11 Other financial liabilities**

Particulars	As at March 31, 2020	As at March 31, 2019
Interest accrued but not due on borrowings	79	82
Liabilities arising from capital reduction*	570	-
<b>Total</b>	<b>649</b>	<b>82</b>

\*Of the total amount due, an amount Rs. 450 is payable towards shares held by Custodian on behalf of certain shareholders. The same will become payable once an order from Custodian Court is received in this regard. For the balance amount the Company is in process of locating shareholders and making payments.

**12 Provisions**

Particulars	As at March 31, 2020	As at March 31, 2019
Provision for income tax *	24	26
<b>Total</b>	<b>24</b>	<b>26</b>

\* Net of advance of Rs. 28 (March 31, 2019 - Rs. 587)

**13 Other non-financial liabilities**

Particulars	As at March 31, 2020	As at March 31, 2019
Statutory liability payable*	0	1
<b>Total</b>	<b>0</b>	<b>1</b>

\*includes GST and TDS payable.

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**14 Equity share capital**

Particulars	As at March 31, 2020		As at March 31, 2019	
	No of Shares	Amount	No of Shares	Amount
<b>Authorised capital</b>				
Equity shares of Rs. 10 each	5,000,000,000	50,000	5,000,000,000	50,000
	<b>5,000,000,000</b>	<b>50,000</b>	<b>5,000,000,000</b>	<b>50,000</b>
<b>Issued subscribed and fully paid</b>				
Equity shares of Rs. 10 each	2,582,316,336	25,823	2,610,774,176	26,108
Outstanding at the end of the year	<b>2,582,316,336</b>	<b>25,823</b>	<b>2,610,774,176</b>	<b>26,108</b>
<b>a) Reconciliation of the shares outstanding at the beginning and at the end of the year</b>	As at March 31, 2020		As at March 31, 2019	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	2,610,774,176	26,108	2,610,774,176	26,108
Reduction during the year*	(28,457,840)	(285)	-	-
Outstanding at the end of the year	<b>2,582,316,336</b>	<b>25,823</b>	<b>2,610,774,176</b>	<b>26,108</b>

\*The Hon'ble National Company Law Tribunal (NCLT), Chandigarh vide its order dated September 27, 2019, has approved the scheme of capital reduction for cancellation and extinguishment of 28,457,840 equity shares of Rs. 10/- each representing 1.09% of the total issued, subscribed and paid-up equity share capital of the Company, held by the identified shareholders (i.e. the holders of the equity shares of the Company other than Bharti Enterprises (Holding) Private Limited, Pastel Limited, Magenta Investments Limited, Singtel International Investments Private Limited. The necessary steps to make the Scheme effective have been taken by the Company.

**b) Details of shareholders holding more than 5% shares in the Company**

Name of the shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of shares	% holding	No. of shares	% holding
Bharti Enterprises (Holding) Private Limited	1,305,663,494	50.56%	1,305,663,494	50.01%
Pastel Limited	828,434,416	32.08%	828,434,416	31.73%
Singtel International Investments Private Limited	261,600,408	10.13%	261,600,408	10.02%
Magenta Investment Limited	186,618,016	7.23%	186,618,016	7.15%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

**c) Terms/rights attached to equity shares**

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

For the period of five year immediately, preceding March 31, 2020	No of Shares	Amount
* Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash;	-	-
* Aggregate number and class of shares allotted as fully paid up by way of bonus shares; and	-	-
* Aggregate number and class of shares bought back;	-	-

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**15 Interest income**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
<b>Financial assets measured at amortised cost</b>		
Interest on deposits with bank	106	80
<b>Total</b>	<b>106</b>	<b>80</b>

**16 Dividend income**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Dividend income on investments	-	10,014
<b>Total</b>	<b>-</b>	<b>10,014</b>

**17 Profit on sale of investments (including fair value gain)**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
<b>Net gain on financial instruments at FVTPL</b>		
Sale of investment in mutual funds	52	50
Net gain on fair value change	(0)	6
<b>Total</b>	<b>52</b>	<b>56</b>

**18 Finance costs**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
<b>On financial liabilities measured at amortised cost</b>		
<b>Interest on borrowings</b>		
-Interest on bank loan	956	946
-Bank overdraft	-	0
-Commercial paper	465	1,001
<b>Interest on debt securities</b>		
-Non convertible debentures	5,389	2,319
<b>Other interest expense</b>		
-Bank charges	0	0
<b>Total</b>	<b>6,810</b>	<b>4,266</b>

**19 Administrative and other expenses**

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Communication costs	1	1
Printing and stationery	0	1
Advertisement and publicity	0	-
Auditor's fees and expenses*		
- Statutory audit fee	2	3
- Certification and other services	1	0
- Out of pocket expenses	0	0
Legal and professional charges	9	30
Tax asset written off	4	-
Other expenditure		
-Charity & donation	-	50
-Sitting fee	0	-
<b>Total</b>	<b>17</b>	<b>85</b>

\*including goods and services tax



**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**20. Income tax note**

The major components of income tax expense are:

	For the Year ended	
	March 31, 2020	March 31, 2019
<b>Current income tax</b>		
- for the year	-	-
<b>Deferred tax</b>		
- Origination & reversal of temporary differences	(8)	2
	<b>(8)</b>	<b>2</b>
<b>Income tax expenses</b>	<b>(8)</b>	<b>2</b>

The reconciliation between the amount computed by applying the statutory income tax rate to the profit before tax and the income tax charge is summarised below:

	For the Year ended	
	March 31, 2020	March 31, 2019
<b>Profit before tax</b>	(6,669)	5,799
Tax expenses @ company's domestic rate of 34.944% (March 31, 2019 - 34.944%)	-	2,026
<b>Effect of:</b>		
Items on which tax is recognised at a rate different than applicable rate		
Deferred tax (net of previous year reversal)	(8)	2
Income not taxable under normal provisions of tax	-	(3,528)
Inadmissible expenses	-	1,520
Donations u/s 80 GG & 35 AC	-	(18)
<b>Income tax expenses</b>	<b>(8)</b>	<b>2</b>

The analysis of differed tax assets and liabilities is as follows:

	As of	
	March 31, 2020	March 31, 2019
<b>Deferred tax asset (net)</b>		
Deferred tax assets	8	-
<b>Deferred tax liabilities (net)</b>		
Mark to market gain on investments	2	2
	For the Year ended	
	March 31, 2020	March 31, 2019
<b>Deferred tax (expenses) / income</b>		
Mark to market on mutual fund investments	2	2
Reversal of mark to market	(2)	-
MAT credit	(8)	-
<b>Net deferred tax (expense) / income</b>	<b>(8)</b>	<b>2</b>

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**21. Fair value of financial assets and liabilities**

The category wise details as to the carrying value and fair value of the Company's financial instruments are as follows:

		Carrying value as at		Fair value as at	
	Level	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Financial assets					
FVTPL					
Investments	Level 1	459	393	459	393
Amortised cost					
Cash and cash equivalents		392	83	392	83
Other bank balances		1,252	1,171	1,252	1,171
Other financial assets		4	5	4	5
Investment in subsidiary at cost					
Investment in subsidiary	Level 1	168,174	143,222	933,049	667,139
		170,281	144,874	935,156	668,791
Financial liabilities					
Amortised cost					
Debt securities	Level 2	72,612	29,099	72,110	29,067
Borrowings	Level 2	13,871	19,163	13,871	19,163
Payable - others		73	27	73	27
Other financial liabilities		649	82	649	82
		87,205	48,371	86,703	48,339

The following methods / assumptions were used to estimate the fair values:

- The carrying value of other bank balances, cash and cash equivalents, other financial assets, bank loans, commercial papers, trade payables, other financial liabilities approximate their fair value mainly due to the short-term maturities of these instruments / being subject to floating-rates.
- The fair value of debt securities is estimated by discounting future cashflows using current rates applicable to instruments with similar terms, currency, credit risk and remaining maturities.
- Company's investment in subsidiary and mutual funds are quoted, the valuation is based on the quoted price of these investments.

The following table describes the key inputs used in the valuation (basis discounted cash flow technique) of the Level 2 financial liabilities as of March 31, 2020 and March 31, 2019:

Financial assets / liabilities	Inputs used
Fixed rate borrowings	Prevailing interest rates in market, future payouts, interest rates

During the year ended March 31, 2020 and March 31, 2019, there were no transfers between Level 1 and Level 2 fair value measurements. None of the financial assets and financial liabilities are in Level 3.

**22. Contingent liabilities and capital commitments**

Claims against the Company not acknowledged as debts: Rs. Nil (March 31, 2019 - Rs. Nil)

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**23. Auditors' remuneration**

<b>Particulars</b>	<b>For the year ended March 31, 2020</b>	<b>For the year ended March 31, 2019</b>
Audit fees*	1.85	2.50
Certification and other services*	1.02	0.28
Out of pocket expenses*	0.22	0.21
<b>Total</b>	<b>3.09</b>	<b>2.99</b>

\*Excluding goods and services tax

**24. Earnings per share (basic and diluted):**

<b>Particulars</b>		<b>For the year ended March 31, 2020</b>	<b>For the year ended March 31, 2019</b>
<u>Basic and diluted Earnings Per Share:</u>			
a) (Loss)/profit attributable to equity shareholders	(A)	(6,661)	5,797
b) Weighted average number of equity shares outstanding during the period (absolute)	(B)	2,596,700,763	2,610,774,176
c) Nominal value of equity shares (Rs.)		10	10
d) Basic and diluted earnings per share (Rs.)	(A/B)	(2.57)	2.22

**25. Segment reporting**

Since the Company's business activity falls within a single business and geographical segment of holding investments, there are no additional disclosure to be provided under Indian Accounting Standard (Ind AS) - 108 'Operating segments' other than those already provided in financial statements.

**26. Statement of cash flows**

Disclosure pursuant to Ind-As 7 "Statement of Cash Flows" - Changes in liabilities on account of financing activities.

<b>Particulars</b>	<b>April 1, 2019</b>	<b>Cash flows(net)</b>	<b>Changes in fair value</b>	<b>Non-cash changes</b>	<b>March 31, 2020</b>
Debt securities	29,099	39,375	-	4,139	72,612
Borrowings	19,163	(5,208)	-	(84)	13,871

<b>Particulars</b>	<b>April 1, 2018</b>	<b>Cash flows(net)</b>	<b>Changes in fair value</b>	<b>Non-cash changes</b>	<b>March 31, 2019</b>
Debt securities	26,780	(0)	-	2,319	29,099
Borrowings	26,775	(7,392)	-	(220)	19,163

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**27. Financial risk management objectives and policies**

The Company's financial liabilities comprise borrowings and trade payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company's principal financial assets include investment in subsidiaries, mutual funds and cash and short-term deposits that arise directly from its operations.

The Company is exposed to market risk, credit risk, liquidity risk and interest rate risk.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance frame work for the Company are accountable to the Board of Directors. This process provides assurance to the Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Company policies and Company risk appetite.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below:-

● **Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity risk financial instruments affected by market risk include investments.

● **Credit risk**

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its financing activities, including deposits with banks, mutual funds and financial institutions, other financial instruments.

**Financial instruments and cash deposits**

Credit risk from balances with banks and financial institutions is managed by Company's treasury in accordance with the Board approved policy. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements under the counterparty risk assessment process. Based on its on-going assessment of counterparty risk, the Company adjusts its exposure to various counterparties. The Company's maximum exposure to credit risk for the components of the Balance sheet as of March 31, 2020 and March 31, 2019 is the carrying amounts as disclosed in Note 21.

● **Liquidity risk**

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements as they fall due. Company closely monitors its liquidity position and deploys a robust cash management system. Company have borrowings due in next 12 months (which are higher than the available current assets) and to meet those obligations, it maintains adequate sources of financing including loans, debt, and overdraft from both domestic and international banks at an optimized cost. Company holds marquee quoted investment and is promoted by Bharti Group and Singtel Group, which results it in enjoying strong access to domestic and international capital markets across debt, equity and hybrids.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

(All amounts are in millions of Indian Rupees -"Rs" unless stated otherwise)							
Particulars	Carrying Amount	On Demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	Total
<b>As at March 31, 2020</b>							
Borrowing	86,483	-	36,525	37,356	12,602	-	<b>86,483</b>
Interest on borrowing	79	-	79	-	-	-	<b>79</b>
Capital reduction liabilities	570	570	-	-	-	-	<b>570</b>
Payable - others*	73	-	73	-	-	-	<b>73</b>
<b>As at March 31, 2019</b>							
Borrowing	48,262	-	8,163	16,405	-	23,694	<b>48,262</b>
Interest on borrowing	82	-	82	-	-	-	<b>82</b>
Capital reduction liabilities	-	-	-	-	-	-	<b>-</b>
Payable - others*	27	-	27	-	-	-	<b>27</b>

\* Advance of Rs. 0.09 ( March, 31 2019 - Rs. 0.04) is made for the Payable- Others

● **Interest rate risk**

As the Company does not have any floating interest bearing assets or liabilities, or any significant long term fixed interest bearing assets or liabilities. Being a fixed interest bearing assets / liabilities the corresponding interest income / expense and related cash flows are not affected by changes in market interest rates.

**28. Capital management**

Capital includes equity attributable to the equity holders of the Parent. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and healthy capital ratios in order to support its business and maximize shareholder value. The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

No changes were made in the objectives, policies or processes during the year ended March 31, 2020 and March 31, 2019.

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

29. In accordance with the requirement of Indian Accounting Standard (Ind AS) - 24 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationship, as identified and certified by the management are:

**a) List of related parties**

**i. Parent/ ultimate controlling party**

Bharti Enterprises (holding) Private Limited (which is held by private trusts of Bharti family). Mr Sunil Bharti Mittal's family trust effectively controls the said company.

**Subsidiaries**

**- Indian**

Bharti Airtel Limited  
Bharti Airtel Services Limited  
Bharti Hexacom Limited  
Bharti Infratel Limited  
Bharti Telemedia Limited  
Indo Teleports Limited  
Nxtra Data Limited  
Nettle Infrastructure Investments Limited  
Smartx Services Limited  
Telesonic Networks Limited  
Airtel Digital Limited (formerly known as Wynn Limited)

**- Foreign**

Africa Towers N.V.  
Airtel Africa plc  
Airtel Africa Mauritius Limited  
Airtel (Seychelles) Limited  
Airtel Congo (RDC) S.A.  
Airtel Congo S.A.  
Airtel Gabon S.A.  
Gabon Towers S.A. #  
Airtel Madagascar S.A.  
Airtel Malawi plc  
Airtel Mobile Commerce (Kenya) Limited  
Airtel Mobile Commerce (Seychelles) Limited  
Airtel Mobile Commerce (Tanzania) Limited  
Airtel Mobile Commerce B.V.  
Airtel Mobile Commerce Holdings B.V.  
Airtel Mobile Commerce Limited  
Airtel Mobile Commerce Madagascar S.A.  
Airtel Mobile Commerce Rwanda Limited  
Airtel Mobile Commerce Tchad S.a.r.l.  
Airtel Mobile Commerce Uganda Limited  
Airtel Mobile Commerce Zambia Limited  
Airtel Money (RDC) S.A.  
Airtel Money Niger S.A.  
Airtel Money S.A.  
Airtel Money Transfer Limited  
Airtel Money Tanzania Limited  
Airtel Mobile Commerce Congo B.V.  
Airtel Mobile Commerce (Seychelles) B.V.  
Airtel Mobile Commerce Madagascar B.V.  
Airtel Mobile Commerce Kenya B.V.  
Airtel Mobile Commerce Rwanda B.V.  
Airtel Mobile Commerce Malawi B.V.  
Airtel Mobile Commerce Uganda B.V.  
Airtel Mobile Commerce Tchad B.V.  
Airtel Mobile Commerce Zambia B.V.  
Airtel Mobile Commerce Nigeria Limited  
Airtel Mobile Commerce Nigeria B.V.  
Airtel Networks Kenya Limited  
Airtel Networks Limited  
Airtel Networks Zambia Plc  
Airtel Rwanda Limited  
Airtel Tanzania Public Limited Company (formerly known as Airtel Tanzania Limited)  
Airtel Tchad S.A.  
Airtel Uganda Limited  
Bharti Airtel (France) SAS  
Bharti Airtel (Hong Kong) Limited  
Bharti Airtel (Japan) Private Limited  
Bharti Airtel (UK) Limited  
Bharti Airtel (USA) Limited  
Network i2i (Kenya) Limited (incorporated w.e.f. July 3, 2019)  
Bharti Airtel Africa B.V.  
Bharti Airtel Chad Holdings B.V.  
Bharti Airtel Congo Holdings B.V.  
Bharti Airtel Developers Forum Limited  
Bharti Airtel Gabon Holdings B.V.  
Bharti Airtel International (Mauritius) Limited  
Bharti Airtel International (Mauritius) Investments Limited  
Bharti Airtel International (Netherlands) B.V.  
Airtel International LLP  
Bharti Airtel Kenya B.V.  
Bharti Airtel Kenya Holdings B.V.  
Bharti Airtel Lanka (Private) Limited  
Bharti Airtel Madagascar Holdings B.V.  
Bharti Airtel Malawi Holdings B.V.  
Bharti Airtel Mali Holdings B.V.  
Bharti Airtel Niger Holdings B.V.  
Bharti Airtel Nigeria B.V.

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

Bharti Airtel Nigeria Holdings II B.V.  
Bharti Airtel RDC Holdings B.V.  
Bharti Airtel Rwanda Holdings Limited  
Bharti Airtel Services B.V.  
Bharti Airtel Tanzania B.V.  
Bharti Airtel Uganda Holdings B.V.  
Bharti Airtel Zambia Holdings B.V.  
Bharti International (Singapore) Pte. Limited  
Bharti Airtel Overseas (Mauritius) Limited  
Bharti Airtel Holding (Mauritius) Limited  
Celtel (Mauritius) Holdings Limited  
Celtel Niger S.A.  
Channel Sea Management Company (Mauritius) Limited  
Congo RDC Towers S.A.  
Indian Ocean Telecom Limited  
Madagascar Towers S.A.  
Malawi Towers Limited  
Mobile Commerce Congo S.A.  
Montana International  
Network i2i Limited  
Partnership Investments S.a.r.l.  
Société Malgache de Téléphone Cellulaire S.A.  
Tanzania Towers Limited

**Associates**

**- Indian**

Airtel Payments Bank Limited  
Seynse Technologies Private Limited  
Juggernaut Books Private Limited

**- Foreign**

Seychelles Cable Systems Company Limited  
Robi Axiata Limited  
RedDot Digital Limited (Subsidiary of Robi Axiata Limited) (Incorporated on 5 November 2019)

**Joint Ventures**

**- Indian**

Indus Towers Limited  
FireFly Networks Limited

**- Foreign**

Bridge Mobile Pte Limited  
Bharti Airtel Ghana Holdings B.V.  
Airtel Ghana Limited  
Airtel Mobile Commerce (Ghana) Limited  
Millicom Ghana Company Limited (under liquidation)  
Mobile Financial Services Limited (uptil 5 February 2020)

**Fellow companies (subsidiaries / joint ventures / associates other than that of the Company)**

**Subsidiaries**

**- Indian**

Bharti Enterprises Limited  
Bharti Axa General Insurance Company Limited  
Bharti Axa Life Insurance Company Limited  
Bharti Assist Global Private Limited

**Associates**

**- Indian**

Bharti Life Ventures Private Limited  
Bharti General Ventures Private Limited (formerly known as Bharti General Private Limited)

**Entity having control over the Company**

**-Indian**

Bharti Enterprises (Holding) Private Limited

**Entities having significant influence over the Company**

**- Foreign**

Pastel Limited  
Singtel International Investments Private Limited

# Under liquidation

**b) Related party transactions for the year ended March 31, 2020**

Nature of transaction	Year ended		Year ended	
	March 31, 2020		March 31, 2019	
	Subsidiary	Parent	Subsidiary	Parent
<b>Transactions</b>				
Investment in subsidiary **	24,952	-	-	-
Dividend income	-	-	10,014	-
Expenses incurred *	0	-	0	-
<b>Closing balance</b>	<b>0</b>	<b>-</b>	<b>0</b>	<b>-</b>
ICD payable outstanding	-	-	-	-
Interest payable	-	-	-	-

\* Reimbursement of internal audit fees paid by Bharti Airtel Limited Rs. 0.08

\*\* Subscription towards right issue of Bharti Airtel Limited.

**Bharti Telecom Limited**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

30. The company is registered as a Non-Deposit taking Systemically Important - Core Investment Company ("CIC-ND-SI") pursuant to the receipt of certificate of registration from the Reserve Bank of India ("RBI") vide Certificate No. N-14.03465 dated January 15, 2019, under Section 45-IA of the Reserve Bank of India Act, 1934 ("RBI Act"). During the financial year under review, the company complied with all the applicable regulations of the Reserve Bank of India.

**A. Core Investment Company (CIC) compliance ratio are as follows:**

Sl. No.	Core Investment Company (CIC) compliance ratio	March 31, 2020	March 31, 2019
1	Investment in group companies as a proportion of net assets (%)	99.99%	99.99%
2	Investment equity shares and compulsory convertible instruments in group companies as a proportion of net assets (%)	99.99%	99.99%
3	Capital Adequacy Ratio % [adjusted network/ risk weightage assets]	281.21%	235.52%
4	Leverage Ratio (times) [outside liabilities/adjusted network]	0.18	0.14

B. The paid up capital of the Company comprises of domestic and foreign direct investment funds as per FEMA regulations. During the year under audit, the Company has invested, as a part of its treasury management activities, surplus funds in debt/liquid mutual funds.

By virtue of the CIC registration as aforesaid, the provisions of net owned fund requirements under section 45-IA (1)(b) of the RBI Act, 1934 and provisions related to "Asset Income Pattern", "Requirement to Capital Adequacy (CRAR)" and "Concentration of Credit/Investment" as applicable for NBFCs under NBFC Master Directions 2016 shall not apply to the company, subject to the compliance of conditions specified in the CIC Directions.

**C. The Company Nil Exposure to Real Estate Sector:**

Sr.No.	Category	March 31, 2020	March 31, 2019
a)	<b>Direct exposure</b>	-	-
	<b>Residential Mortgages -</b>	-	-
(i)	Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented; (Individual housing loans up to Rs.15 lakh may be shown separately)	-	-
1	More than 15 lakh	-	-
2	Less than 15 lakh	-	-
	Sub Total	-	-
	<b>Commercial Real Estate -</b>		
(ii)	Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development & construction etc.). Exposure would also include non-fund based (NFB) limits;	-	-
(iii)	<b>Investments in Mortgage Backed Securities (MBS) and other securitised exposures -</b>		
1	Residential,	-	-
2	Commercial Real Estate.	-	-
	Sub Total	-	-
b)	<b>Indirect Exposure</b>		
	Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs).	-	-
	<b>Total</b>	-	-

**Bharti Telecom Limited**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**D. Maturity pattern of certain items of assets & liabilities (at book value):**

(₹ in Mn)									
Particulars	1 day to 30/31 days	Over one month to 2 months	Over 2 months upto 3 months	Over 3 months to 6 months	Over 6 months to 1 year	Over 1 year to 3 years	Over 3 years to 5 years	Over 5 years	Total
<b>As at March 31, 2020</b>									
<b>Liabilities</b>									
Borrowings from banks	79	-	692	2,179	11,000	-	-	-	13,950
Market borrowings	-	33,654	-	-	26,356	12,602	-	-	72,612
<b>Total</b>	<b>79</b>	<b>33,654</b>	<b>692</b>	<b>2,179</b>	<b>37,356</b>	<b>12,602</b>	<b>-</b>	<b>-</b>	<b>86,562</b>
<b>Assets</b>									
Investments	74	-	-	385	-	-	-	168,174	168,633
<b>Total</b>	<b>74</b>	<b>-</b>	<b>-</b>	<b>385</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>168,174</b>	<b>168,633</b>
<b>As at March 31, 2019</b>									
<b>Liabilities</b>									
Borrowings from banks	82	-	-	-	-	11,000	-	-	11,082
Market borrowings	-	8,163	-	-	16,405	12,694	-	-	37,262
<b>Total</b>	<b>82</b>	<b>8,163</b>	<b>-</b>	<b>-</b>	<b>16,405</b>	<b>23,694</b>	<b>-</b>	<b>-</b>	<b>48,344</b>
<b>Assets</b>									
Investments	-	-	-	393	-	-	-	143,222	143,615
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>393</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>143,222</b>	<b>143,615</b>

**E. Disclosure of details as required in terms of Paragraph 22 of CIC Direction:**

(₹ in Mn)			
Particulars		As at March 31, 2020	
Liabilities side :		Amount outstanding	Amount overdue
(1)	<b>Loans and advances availed by the CIC inclusive of interest accrued thereon but not paid:</b>		
	(a) Debentures		
	: Secured	-	-
	: Unsecured ( Other than falling the meaning of public deposits)	72,612	-
	(b) Deferred Credits	-	-
	(c) Term Loans	11,279	-
	(d) Inter- Corporate loans and borrowing	-	-
	(e ) Commercial Paper	2,671	-
	(f) Other Loans ( Specifv Nature)	-	-
	* Please see Note 1 below		
Assets side :		Amount outstanding	
(2)	<b>Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :</b>		
	(a)Secured		-
	(b)Unsecured		-
(3)	<b>Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities</b>		
	(i) Lease assets including lease rentals under sundry debtors :		-
	(a)Financial lease		-
	(b)Operating lease		-
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a)Assets on hire		-
	(b)Repossessed Assets		-
	(iii) Other loans counting towards asset financing activities		-
	(a)Loans where assets have been repossessed		-
	(b)Loans other than (a) above		-
(4)	<b>Break-up of Investments :</b>		
	Current Investments :		
	1. Quoted :		
	(i)Shares :		-
	(a) Equity		-
	(b) Preference		-
	(ii)Debentures and Bonds		-
	(iii)Units of mutual funds		459
	(iv)Government Securities		-
	(v)Others (please specify)		



**Bharti Telecom Limited**  
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2. Unquoted :	
(i) Shares :	-
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
Long Term investments :	-
1. Quoted :	-
(i) Shares :	
(a) Equity	168,174
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
2. Unquoted :	-
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-

(₹ in Mn)

Particulars		As at March 31, 2019	
Liabilities side :			
(1)	<b>Loans and advances availed by the CIC inclusive of interest accrued thereon but not paid:</b>	<b>Amount outstanding</b>	<b>Amount overdue</b>
	(a) Debentures		
	: Secured	-	-
	: Unsecured ( Other than falling the meaning of public deposits)	29,181	-
	(b) Deferred Credits	-	-
	(c) Term Loans	11,000	-
	(d) Inter- Corporate loans and borrowing	-	-
	(e) Commercial Paper	8,163	-
	(f) Other Loans ( Specify Nature)	-	-
	* Please see Note 1 below		

<b>Assets side :</b>		<b>Amount outstanding</b>
(2)	<b>Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :</b>	
	(a) Secured	-
	(b) Unsecured	-
(3)	<b>Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities</b>	
	(i) Lease assets including lease rentals under sundry debtors :	-
	(a) Financial lease	-
	(b) Operating lease	-
	(ii) Stock on hire including hire charges under sundry debtors:	
	(a) Assets on hire	-
	(b) Repossessed Assets	-
	(iii) Other loans counting towards asset financing activities	
	(a) Loans where assets have been repossessed	-
	(b) Loans other than (a) above	-
(4)	<b>Break-up of Investments :</b>	
	Current Investments :	
	1. Quoted :	
	(i) Shares :	-
	(a) Equity	-
	(b) Preference	-
	(ii) Debentures and Bonds	-
	(iii) Units of mutual funds	393
	(iv) Government Securities	-
	(v) Others (please specify)	-

**Bharti Telecom Limited**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

2. Unquoted :	
(i) Shares :	-
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
Long Term investments :	-
1. Quoted :	-
(i) Shares :	
(a) Equity	143,222
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-
2. Unquoted :	-
(a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of mutual funds	-
(iv) Government Securities	-
(v) Others (please specify)	-

(5) Borrower group-wise classification of assets financed as in (2) and (3) above :			
Category		Amount net of provisions as at March 31, 2020	
		Secured	Unsecured
1. Related parties **		-	-
(a) Subsidiaries		-	-
(b) Companies in the same group		-	-
(c) Other related parties		-	-
Other than related parties		-	-
<b>Total</b>		-	-

  

Category		Amount net of provisions as at March 31, 2019	
		Secured	Unsecured
1. Related parties **		-	-
(a) Subsidiaries		-	-
(b) Companies in the same group		-	-
(c) Other related parties		-	-
Other than related parties		-	-
<b>Total</b>		-	-

\*\* As per Indian Accounting Standard of ICAI

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):			
Category		As at March 31, 2020	As at March 31, 2020
		Market Value/ Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related parties **			
(a) Subsidiaries		933,049	168,174
(b) Companies in the same group		-	-
(c) Other related parties		-	-
Other than related parties		459	459
<b>Total</b>		<b>933,508</b>	<b>168,633</b>

**Bharti Telecom Limited**  
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<u>Category</u>	<b>As at March 31, 2019</b>	<b>As at March 31, 2019</b>
<u>Category</u>	<b>Market Value / Break up or fair value or NAV</b>	<b>Book Value (Net of Provisions)</b>
<b>1. Related parties **</b>		
(a)Subsidiaries	667,139	143,222
(b)Companies in the same group	-	-
(c)Other related parties	-	-
Other than related parties	393	393
<b>Total</b>	<b>667,532</b>	<b>143,615</b>

\*\* As per Indian Accounting Standard of ICAI

<b>(7)</b>	<b>Other information</b>	<b>As at March 31, 2020</b>	<b>As at March 31, 2019</b>
	<b>Particulars</b>	<b>Amount</b>	<b>Amount</b>
(i)	Gross Non-Performing Assets	-	-
	(a)Related parties	-	-
	(b)Other than related parties	-	-
(ii)	Net Non-Performing Assets	-	-
	(a)Related parties	-	-
	(b)Other than related parties	-	-
(iii)	Assets acquired in satisfaction of debt	-	-

**Note:**

- As defined in Core Investment Companies (Reserve Bank) Directions, 2016.
- Provisioning norms shall be applicable as prescribed in these Directions.

**F. The Company is in compliance of guidelines on Private Placement of Non Convertible Debentures (NCDs) (maturity more than 1 year).**

**G. Rating assigned by credit rating agencies**

<b>Sl. No.</b>	<b>Nature</b>	<b>Rating from</b>	
		<b>April 01, 2019 to March 31, 2020</b>	<b>April 01, 2018 to March 31, 2019</b>
1	Long Term Credit Rating (NCDs and Fund Based Bank Facilities) by CRISIL*	<b>AA+ /Stable</b>	<b>AA+</b>
2	Short Term Credit Rating (CP) by CRISIL**	<b>A1+</b>	<b>A1+</b>
3	Short Term Credit Rating (CP) by ICRA**	<b>A1+</b>	<b>A1+</b>

\*Earlier Credit Ratings CRISIL AA+/Negative

\*\*No change in ratings during the year.

**Compliance with recent circulars:**

a. The Reserve Bank of India has issued a circular related to COVID19 Regulatory Package - Asset Classification and Provisioning (DOR.No.BP.BC.63/21.04.048/2019-20). As the Company is not in active lending business and is registered as a CIC, therefore as mentioned in note no. 34 there is no material impact of the circular on the Company.

b. The Reserve Bank of India has issued another circular related to Implementation of Indian Accounting Standards (DOR (NBFC).CC.PD.No.109/22.10.106/2019-20). As the Company is not in active lending business and is registered as a CIC, there is no material impact of the above circular on the Company. Therefore, disclosure requirements under the circular are not applicable for the Company.

**BHARTI TELECOM LIMITED**  
**Notes forming part of Standalone Financial Statements**  
**(All amounts are in millions of Indian Rupees, unless otherwise stated)**

**31. Public disclosure on liquidity risk**

**Background:**

RBI has issued final guidelines on Liquidity Risk Management Framework for Non-Banking Financial Companies and Core Investment Companies on November 04, 2019. As per the said guidelines, NBFC are required to publicly disclose the below information related to liquidity risk on a quarterly basis. Accordingly, the disclosure on liquidity risk as at March 31, 2020 is as under:

**(i) Funding concentration based on significant counterparty (both deposits and borrowings)**

S.no.	Number of significant counterparties (Borrowings)	Amount (Rs. crore)	% of total deposits	% of total liabilities
1	10	8,443	NA	97%

Notes:

- A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC-NDSI's total liabilities.

- Total liabilities has been computed as total assets less equity share capital less reserve & surplus/other equity and computed basis extant regulatory ALM guidelines.

**(ii) Top 20 large deposits (amount in ₹ crore and % of total deposits) – Not Applicable**

**(iii) Top 10 borrowings (amount in Rs Crore and % of total borrowings)**

S.no.	Number of significant counterparties (Borrowings)	Amount (Rs. crore)	% of total deposits	% of total liabilities
1	10	8,443	NA	97%

Note:

- Total Borrowing has been computed as comprising of Debt Securities, Borrowings and Interest Due on these borrowings

**(iv) Funding concentration based on significant instrument/product**

S.no.	Name of the product	Amount (Rs. crore)	% of total liabilities
1	Non convertible debentures	7,261	83%
2	Commercial paper	267	3%
3	Loan	1,128	13%
	<b>TOTAL</b>	<b>8,656</b>	<b>99%</b>

**(v) Stock ratios:**

S.no.	Stock ratio	%
	<b>Commercial paper as a % of total public funds</b>	
1	Commercial papers as a % of total liabilities	3%
2	Commercial papers as a % of total assets	2%
	<b>Non-convertible debentures as a % of total public funds</b>	
3	Non-convertible debentures (original maturity of less than one year) as a % of total liabilities	0%
4	Non-convertible debentures (original maturity of less than one year) as a % of total assets	0%
	<b>Other short-term liabilities as a % of total public funds</b>	
5	Other short-term liabilities as a % of total liabilities	14%
6	Other short-term liabilities as a % of total assets	7%

Notes:

- Commercial paper and NCDs for stock ratio is the gross outstanding as at March 31,2020 including the interest accrued.

- Other short-term liabilities has been computed as total short-term Liabilities less commercial paper less non-convertible debentures (including non-convertible debentures of original maturity less than one year)

**(vi) Institutional set-up for liquidity risk management**

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk, to which the Company is exposed. The Board approves the governance structure, policies, strategy and the risk limits for the management of liquidity risk. The Board of Directors approves the constitution of the Risk Management Committee (RMC) for the effective supervision, evaluation, monitoring and review of various aspects and types of risks, including liquidity risk, faced by the Company. The meetings of RMC are held at half yearly interval. Further, the Board of Directors also approves constitution of Asset Liability Committee (ALCO), which functions as the strategic decision-making body for the asset-liability management of the Company from risk-return perspective and within the risk appetite and guard-rails approved by the Board. The main objective of ALCO is to assist the Board and RMC in effective discharge of the responsibilities of asset-liability management, market risk management, liquidity and interest rate risk management and also to ensure adherence to risk tolerance/limits set up by the Board. ALCO provides guidance and directions in terms of interest rate, liquidity, funding sources, and investment of surplus funds. ALCO meetings are held once in a quarter. The minutes of ALCO meetings are placed before the Board of Directors in its next meeting for its perusal/approval/ratification.

32. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

33. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company.

34. The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the standalone financial statements. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company, as at the date of approval of these standalone financial statements estimates and expects that there is no material impact as the Company is not in active finance business.

35. The Company has evaluated events from March 31, 2020 through the date the standalone financial statements were issued. There were no subsequent events that need disclosure.

36. The standalone financials statement of the company were approved by The Board of Directors on May 18, 2020.

## **INDEPENDENT AUDITOR'S REPORT**

### **To The Members of Bharti Telecom Limited**

#### **Report on the Audit of the Consolidated Financial Statements**

##### **Opinion**

We have audited the accompanying consolidated financial statements of Bharti Telecom Limited ("the Company") and its subsidiaries, (the Company and its subsidiaries together referred to as "the Group") which includes the Group's share of net profit in its associates and joint ventures, which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements / financial information of the joint ventures referred to in the Other Matter section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associates and joint ventures as at March 31, 2020, and their consolidated loss, their consolidated total comprehensive loss, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

##### **Basis for Opinion**

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act ("SAs"). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter section below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

##### **Emphasis of Matters**

i. **"Accounting treatment of for Deferred Tax" of Indus Towers Limited, a joint venture company – Reported by auditors of Indus Towers Limited**

We draw attention to Note 5(f) of the Consolidated Financial Statements, which describes the auditors of Indus Towers Limited ("Indus"), a joint venture company, have included an 'Emphasis of Matter' paragraph in their audit report on the financial statements of that company for the year ended March 31, 2020 with respect to accounting treatment of adjustments of Rs. 2,039 million in carrying value of deferred tax assets, by setting off the same against the reserves created out of scheme of merger pursuant to the scheme of merger as approved by the appropriate judicature. However, this is not in compliance with Ind AS 12, Income taxes.

The Group's share out of above adjustment is Rs. 856 million.

ii. **"Material uncertainty arising out of certain developments and its consequential impact on business operations" of Indus Towers Limited, a joint venture company - Reported by auditors of Indus Towers Limited**

We draw attention to Note 5(k) of the Consolidated Financial Statements, which describes the auditors of Indus Towers Limited ("Indus"), a joint venture company, in their audit report on the financial statements of that company for the year ended March 31, 2020, have reported under the above heading a matter which describes the effect on business, results of operations, financial position of the joint venture company on account of uncertainty regarding continuance of operations of their top customers caused by financial stress post the AGR judgement of Honorable Supreme Court dated October 24, 2019 and March 18, 2020.

Our opinion is not modified in respect of these matters.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matter	Auditor's Response
1	<p><b>Revenue from operations:</b></p> <p>There is an inherent risk around accuracy of revenue recorded in respect of Mobile Services, Airtel Business, Digital TV Services and Tower Infrastructure Service segments because of the complexity of the IT systems and other support systems, significance of volumes of data processed by the systems and the impact of changing pricing models (tariff structures, incentive arrangements and discounts, etc.). In addition, for Airtel Business, we considered occurrence of revenue as a risk due to the possibility that revenue may be recorded without active service links being provided to customers or for contracts that are cancelled/not renewed.</p> <p>Refer note 2.19 "Revenue recognition" for accounting policies,</p>	<p><b>Principal Audit Procedures</b></p> <p>We evaluated the design and tested the operating effectiveness of the general IT controls and application specific controls within the IT system, including testing of system generated reports used in our audit of revenues by involving our IT specialist. We also tested the controls within the billing systems, prepaid charging systems, capturing and recording of revenue, authorisation and input of changes to the IT systems and over reconciliations performed between the active customers base with billing system.</p> <p>We performed substantive procedures, which included testing the accuracy of customer invoices and tracing receipts to customer invoices, comparing the number of links/connection as per the active customer base to the billing system, testing reconciliations between billing system and the general ledger (including validation of relevant journal entries), making test calls</p>

Sr. No	Key Audit Matter	Auditor's Response
	<p>note 3.2.a 'Revenue recognition and presentation' under the head Critical judgements in applying the Group's accounting policies', and note 26 on disclosures related to Revenue in the Consolidated Financial Statements.</p>	<p>and testing whether they are rated correctly and analytical procedures for relevant segment revenue.</p> <p>We verified the appropriateness of the accounting policies and the disclosures related to Revenue in notes 2.19, 3.2.a and 26 respectively in the Consolidated Financial Statements.</p>
2	<p><b>Determination of additional provision for License fees and Spectrum Usage Charges along with interest, penalty and interest on penalty pursuant to Supreme Court judgement on Adjusted Gross Revenue</b></p> <p>Consequent to a Judgement of the Hon'ble Supreme Court of India on October 24, 2019 in relation to a long outstanding industry-wise case upholding the view of the Department of Telecommunications ("DoT") in respect to the definition of Adjusted Gross Revenue ("AGR") (the Court Judgement), the Group recorded additional provisions for periods upto September 2019 of Rs. 405,817 million towards License fee and Spectrum Usage Charges (SUC) including applicable interest, penalty and interest on penalty and disclosed the same as an Exceptional Item in the Statement of Profit and Loss.</p> <p>The Group computed and recorded the additional provision on the basis of (1) demands received and (2) the periods for which demands have not been received by following the same methodology used in the assessments carried out in earlier years, the guidelines/clarifications provided by DoT, and the principles set out in the Court Judgement. The additional provision, apart from having a significant impact, also involves significant management judgment in its computation.</p> <p>Refer notes 4(b), 5(a) and 34(i)(a) to the Consolidated Financial Statements for disclosures related to License fees and SUC.</p>	<p><b>Principal Audit Procedures</b></p> <p>We tested the effectiveness of the controls over determining the additional provision for License fees and SUC.</p> <p>We also tested the appropriateness of the additional provision for Licenses fees and SUC by (1) Reading the License Agreements, the Court Judgement, demand orders and the guidelines/clarifications provided by DoT and comparing them to the assumptions used in the management's estimate in determining the provisions for years for which demands from DoT has been received and (2) Testing that the assumptions and methodology used in computing the provisions for the years for which demands are not received is consistent with the methodology adopted in (1) above.</p> <p>We evaluated the disclosures provided in the notes 4(b), 5(a) and 34(i)(a) to the Consolidated Financial Statements concerning this matter.</p>
3	<p><b>Measurement of the Right-of-use assets and Lease liabilities in leases with tower</b></p>	<p><b>Principal Audit Procedures</b></p>

Sr. No	Key Audit Matter	Auditor's Response
	<p><b>infrastructure companies in India under Ind AS 116 - Leases:</b></p> <p>The Group adopted Ind AS 116 "Leases" using the modified retrospective approach with effect from April 1, 2019.</p> <p>The measurement of Right-of-use assets and lease liabilities in leases with tower infrastructure companies involves significant management estimates (a) in determination of lease term (b) in segregating the lease and non-lease components payable under the contractual arrangements and; (c) in determination of incremental borrowing rate used in discounting lease payments.</p> <p>Refer note 2.11 "Leases" for accounting policies, notes 3.2.b, 3.2.c and 3.2.d relating to 'Separating lease and non-lease components', 'Determining the lease term' and 'Determining the incremental borrowing rate for lease contracts' respectively under the head 'Critical judgements in applying the Group's accounting policies', and note 37 on disclosures related to leases in the Consolidated Financial Statements.</p>	<p>We evaluated the effectiveness of internal controls relating to the determination of lease term, segregation of lease and non-lease components and determination of incremental borrowing rate.</p> <p>For a sample of lease contracts ("contracts"), we performed the following substantive audit procedures:</p> <p>We read the underlying contract, and compared relevant terms within the contract to the Group's determination of lease term analysis including the appropriateness of considering lease term as the period until which exit penalties are payable as per the contract.</p> <p>We tested the relative standalone selling prices computed by management and used in the allocation of consideration to the lease and non-lease components in a contract by using the same information and details obtained by management from tower infrastructure service providers.</p> <p>We tested the appropriateness of the incremental borrowing rate (IBR) by involving our valuation specialist, who assisted in:</p> <p>Performing an independent assessment of the methodology used by the Group to estimate the IBR;</p> <p>Evaluating the Group's assumptions underlying the estimation of the IBR; and</p> <p>Developing an independent acceptable range for the IBR and comparing the results to the Group's IBR.</p>
4	<p><b>Goodwill – Impairment Assessment</b></p> <p>As at March 31, 2020, the Group had 346,192 million of Goodwill allocated across the Group's six group of cash generating units ("CGU's") in Africa and India – Nigeria, East Africa and Francophone Africa group of CGUs (the three Africa CGUs) pertaining to Mobile Services Africa, Mobile Services India, Airtel Business and Homes Services, which represents lowest level within the Group at which the goodwill is monitored for internal management purposes. The most significant amount of Goodwill relates to three Africa CGUs and Mobile service India CGU.</p>	<p><b>Principal Audit Procedures</b></p> <p>We tested the effectiveness of internal controls over the Group's forecasting process and goodwill impairment review including controls related to the review of the revenue growth rates, EBITDA margins, capital expenditure and the assumptions used to develop the discount rates and country specific long term growth rates in respect of the three Africa CGUs and Mobile services India CGU.</p> <p>We evaluated reasonableness of management's assumptions related to revenue growth rates, EBITDA margins, capital expenditure, discount rates and country specific long term growth rates in respect of the three Africa CGUs and Mobile</p>



Sr. No	Key Audit Matter	Auditor's Response
	<p>Management performs Goodwill impairment testing as at December 31 (the annual impairment testing date) or more frequently when there are indicators of impairment.</p> <p>The determination of recoverable amount of goodwill based on value-in-use is complex and subjective as estimates of future cash flows and determination of value in use involves management's estimates and judgement in determining the assumptions such as the EBITDA margins, capital expenditure, and in determining the valuation assumptions relating to discount rates applied to estimated future cash flows and growth rate.</p> <p>Covid-19 led to significant market volatility over mid to late March 2020, including significant increase in country risk premiums derived from an increase in observed sovereign credit default swap rates across three Africa CGUs. Subsequent to March 31, 2020, these rates have reduced, albeit still not back to the pre March 2020 levels which leads to additional complexity in determining the appropriate discount rate at March 31, 2020.</p> <p>Management's methodology in determining the discount rate is set out in note 15 "Intangible assets" to the Consolidated Financial Statements.</p> <p>These assumptions are sensitive to reasonable possible changes including economic uncertainties due to COVID-19 and therefore considered as a key audit matter.</p> <p>Refer note 2.9.a for policy on "Impairment of non-financial assets"- Goodwill, note 3.1.a 'Impairment reviews' under the head "Key sources of estimation uncertainties", and note 15 "Intangible assets" for disclosures related to Impairment review of goodwill in the Consolidated Financial Statements.</p>	<p>services India CGU by considering (i) the current and past performance, (ii) the consistency with external sources of information, where available, and (iii) whether these assumptions were consistent with evidence obtained in other areas of the audit.</p> <p>We also assessed the sensitivity of each of such CGUs to key assumptions and testing the integrity and mathematical accuracy of the impairment models.</p> <p>We involved our fair value specialists to assist in the evaluation of the appropriateness of the Group's model for calculating value in use for each of the three Africa CGUs and Mobile services India CGU and reasonableness of significant assumptions like discount rate and country specific long term growth rates.</p> <p>We reviewed the impairment disclosures against the requirements of Ind AS 36 – Impairment of Assets.</p>
5	<b>Assessment of recoverability relating to Deferred tax assets</b>	<b>Principal Audit Procedures</b>

Sr. No	Key Audit Matter	Auditor's Response
	<p><b>("DTA") recognized on carry forward losses.</b></p> <p>The Group has recognised Rs. 238,574 as a DTA, as at March 31, 2020, relating to carry forward losses.</p> <p>The Group exercises significant judgement in assessing the recoverability of DTA relating to these components, particularly in respect of Bharti Airtel Limited, Airtel Networks Limited and DRC (three components). In estimating the recoverability of DTA, management uses inputs such as internal business and tax projections over a 10/5 year period, as applicable.</p> <p>Recoverability of DTA on carry forward losses is sensitive to the assumptions used by management in projecting the future taxable income, the reversal of deferred tax liabilities which can be scheduled, and tax planning strategies.</p> <p>Refer note 2.12 "Taxes" for accounting policies, note 3.1.b 'Taxes' under the head "Key sources of estimation uncertainties", and note 13 "Income tax" for disclosures related to taxes in the Consolidated Financial Statements.</p>	<p>We tested effectiveness of controls over the three components process for determining the recoverability of the DTA relating to carry forward losses which included amongst others controls over the over the assumptions and judgments used in the projections of future taxable income.</p> <p>To assess the three components ability to estimate future taxable income, we compared the three components previous forecasts to actual results</p> <p>We involved our tax professionals with specialized skills and knowledge to assist in evaluating taxation related matters including the three components tax planning strategies and interpretation of tax laws.</p> <p>We examined the consistency between the financial plan used for goodwill impairment assessment purposes and the plan used in the evaluation of the recoverability of the DTA in respect of these three components.</p> <p>We performed a sensitivity analysis over the key assumptions to assess their impact on the three components determination that the DTA relating to carry forward losses were realizable.</p>
6	<p><b>Contingent liabilities and commitments - Contingencies related to Regulatory, Direct and Indirect tax matters</b></p> <p>The Group has material contingencies related to Regulatory, Direct and Indirect tax matters which are under dispute with various authorities as more fully described in note 25(i) to the Consolidated Financial Statements. The Group exercises significant judgment to determine the possible outcome of these disputes. Thereafter the Group makes a determination for recording/write back of provisions or alternatively disclosing them as contingencies unless the matters is considered as remote.</p> <p>Refer Note 2.18 "Contingencies" for accounting policies, note 3.1.e 'Contingent liabilities and</p>	<p><b>Principal Audit Procedures:</b></p> <p>We tested the effectiveness of internal controls related to:</p> <p>(1) identification and recognition of liability for matters under review or appeal with relevant regulatory, direct and indirect tax authorities(2) completeness and accuracy of the underlying data used in the assessment and evaluating the assumptions used by management when determining its uncertain positions, the status of past audits and investigations, and the potential impact of past claims. (3) Management's assessment and interpretation of applicable laws including tax laws and its evaluation of which uncertain positions may not be sustained upon audit and controls over measurement of the liability.</p> <p>For direct and indirect tax matters, we involved our tax specialists who assisted in</p>

Sr. No	Key Audit Matter	Auditor's Response
	provisions' under the head "Key sources of estimation uncertainties", Note 21 "Provisions" for disclosure related to provisions for subjudice matters, and Note 25 (i) in respect of details of Contingent liabilities in the Consolidated Financial Statements.	<p>evaluating the reasonableness of management's assessments by comparing the positions taken by management with tax regulations and past decisions from tax authorities, recent developments, new information and where applicable, evaluating opinions from the Group's external tax advisors.</p> <p>For regulatory matters in progress, we assessed relevant regulatory orders, regulatory statutes and interpretations, recent developments, new information, external legal opinion obtained by the Group, if any, and other publicly available information to evaluate the likelihood of matters under dispute and compared that to management's assertion on these matters.</p> <p>We also evaluated the disclosures provided in the notes to the Consolidated Financial Statements concerning these matters.</p>

#### Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to the Board's Report, but does not include the Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.
- Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the financial statements of the joint ventures audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the joint ventures, is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its associates and joint ventures in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the

Group and its associates and its joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associates and joint ventures are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and joint ventures are also responsible for overseeing the financial reporting process of the Group and of its associates and joint ventures.

### **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies and its associate companies and joint venture company which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures to continue as a going concern. If we conclude that a material uncertainty

exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and joint ventures to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group and its associates and joint ventures to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the entities included in the Consolidated Financial Statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Other Matter**

The Consolidated Financial Statements also includes the Group's share of net profit after tax of Rs. 11,037 Million and total comprehensive income (net) of Rs. 11,028 Million for the year ended March 31, 2020, as considered in the Consolidated Financial Statements, in respect of two joint ventures, whose financial information have not been audited by us. These financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these joint ventures and our report in term of Section 143(3) of the Act, is so far as it relates to aforesaid joint venture is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements/ financial information of the joint ventures referred to in the Other Matter section above we report, to the extent applicable that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Company as on March 31, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies, associate companies and joint venture companies incorporated in India, none of the directors of the Group companies, its associate companies and joint venture companies incorporated in India is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the company, subsidiary companies, associate companies and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i) The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and joint ventures.

- ii) Provision has been made in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
- iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies, associate companies and joint venture companies incorporated in India.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Sd/-

**Nilesh Lahoti**

Partner

(Membership No. 130054)

UDIN: 20130054AAAAWQ4958

Place: Gurugram

Date: September 03, 2020

## **ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

### **Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of Bharti Telecom Limited (hereinafter referred to as "the Company") and its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the company, its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("the Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company, its subsidiary companies, its associate companies and its joint venture companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the auditor of the joint venture company, which is a company incorporated in India, in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company, its subsidiary companies, its associate companies and its joint venture companies, which are companies incorporated in India.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the



company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### **Opinion**

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor referred to in the Other Matter paragraph below, the Company, its subsidiary companies, its associate companies and joint venture companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the criteria for internal financial control over financial reporting established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### **Other Matter**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to a joint venture which is a company incorporated in India, is based solely on the corresponding report of the auditor of such company incorporated in India.

Our opinion is not modified in respect of the above matter.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Sd/-

**Nilesh Lahoti**

Partner

(Membership No. 130054)

UDIN: 20130054AAAAWQ4958

Place: Gurugram

Date: September 03, 2020

**BHARTI TELECOM LIMITED**  
**Consolidated Balance Sheet as at March 31, 2020**  
(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Particulars	Note No.	As of	
		March 31, 2020	March 31, 2019
<b>Assets</b>			
<b>Financial assets</b>			
Cash and cash equivalents	6	135,899	62,204
Other bank balances	7	24,672	19,690
Derivative financial instruments	8	2,833	3,531
Trade receivables	9	46,058	43,006
Investments	10	255,224	157,503
Security deposits	11	8,728	16,452
Other financial assets	12	225,223	29,590
<b>Total financials assets</b>		<b>698,637</b>	<b>331,976</b>
<b>Non-financial assets</b>			
Inventories		1,569	884
Income tax assets (net)		20,736	17,734
Deferred tax assets (net)	13	228,779	89,379
Property, plant and equipment	14	877,573	815,228
Capital work-in-progress	14	39,972	88,433
Right of use assets	37	259,049	-
Goodwill	15	346,192	332,562
Other intangible assets	15	809,741	860,525
Intangible assets under development	15	2,851	7,909
Other assets	16	283,065	208,623
<b>Total non-financials assets</b>		<b>2,869,527</b>	<b>2,421,277</b>
<b>Total assets</b>		<b>3,568,164</b>	<b>2,753,253</b>
<b>Liabilities and equity</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Derivative financial instruments	8	860	13,568
Trade payables	17		
- total outstanding dues of micro enterprises and small enterprises		287	124
- total outstanding dues of creditors other than micro enterprises and small enterprises		258,972	263,014
Payables-others			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		73	27
Debt securities	18	357,605	311,815
Borrowings	19	905,068	943,177
Lease liabilities		306,091	47,553
Other financial liabilities	20	236,402	237,351
<b>Total financial liabilities</b>		<b>2,065,358</b>	<b>1,816,629</b>

**BHARTI TELECOM LIMITED**  
**Consolidated Balance Sheet as at March 31, 2020**  
**(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

Particulars	Note No.	As of	
		March 31, 2020	March 31, 2019
<b>Non-financial liabilities</b>			
Income tax liabilities (net)		11,831	8,254
Provisions	21	560,771	13,524
Deferred tax liabilities (net)	13	15,307	11,299
Deferred revenue	26	80,037	61,979
Other liabilities	22	48,328	38,794
<b>Total non-financial liabilities</b>		<b>716,274</b>	<b>133,850</b>
<b>Total liabilities</b>		<b>2,781,632</b>	<b>1,950,479</b>
<b>Equity</b>			
Equity share capital	23	25,823	26,108
Other equity	24	108,063	288,939
<b>Equity attributable to owners of the parent</b>		<b>133,886</b>	<b>315,047</b>
Non-controlling interest		652,646	487,728
<b>Total equity</b>		<b>786,532</b>	<b>802,775</b>
<b>Total liabilities and equity</b>		<b>3,568,164</b>	<b>2,753,253</b>

The accompanying notes 1 to 45 form an integral part of these consolidated financial statements.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
ICAI Firm Registration No: 117366W / W-100018

**For and on behalf of the Board of Directors of  
Bharti Telecom Limited**

Sd/-  
**Nilesh H. Lahoti**  
Partner  
Membership No. 130054

Sd/-  
**Rajan Bharti Mittal**  
Director  
DIN - 00028016

Sd/-  
**Devendra Khanna**  
Managing Director  
DIN - 01996768

Place : Gurugram  
Date :

Sd/-  
**Rohit Krishan Puri**  
Company Secretary  
Place : New Delhi  
Date :

Sd/-  
**Sanjay Dua**  
Chief Financial Officer

**BHARTI TELECOM LIMITED**
**Consolidated Statement of Profit & Loss for the year ended March 31, 2020**

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Particulars	Note No.	For the year ended	
		March 31, 2020	March 31, 2019
Revenue from operations	26	875,548	807,938
Other income	27	19,346	13,791
Share of profit of associates and joint ventures (net)	10	6,524	3,556
<b>Total income</b>		<b>901,418</b>	<b>825,285</b>
<b>Expenses</b>			
Finance costs	28	146,728	110,488
Network operating expenses	29	197,685	225,132
Access charges		107,395	93,521
License fee/ spectrum charges		72,561	69,426
Employee benefits expenses	30	38,072	37,975
Sales and marketing expenses	31	34,325	41,568
Depreciation and amortisation	32	276,896	213,475
Non-operating expenses (net)		1,272	1,894
Other expenses	33	59,274	82,627
<b>Total expenses</b>		<b>934,208</b>	<b>876,106</b>
<b>Loss before exceptional items and tax</b>		<b>(32,790)</b>	<b>(50,821)</b>
Exceptional items (net)	34	513,534	(29,288)
<b>Loss before tax</b>		<b>(546,324)</b>	<b>(21,533)</b>
<b>Tax expense / (credit)</b>			
Current tax	13	22,426	21,450
Deferred tax	13	(105,755)	(53,582)
<b>(Loss)/profit for the year</b>		<b>(462,995)</b>	<b>10,599</b>
<b>Other comprehensive income ('OCI')</b>			
<b>Items to be reclassified subsequently to profit or loss :</b>			
Net gains/ (losses) due to foreign currency translation differences		4,814	(15,739)
Net losses on net investment hedge		(10,856)	(1,754)
Net losses on cash flow hedge		(109)	(833)
Net losses on fair value through OCI investments		(108)	(45)
Tax credit	13	2,883	5,428
		<b>(3,376)</b>	<b>(12,943)</b>
<b>Items not to be reclassified to profit or loss :</b>			
Re-measurement (losses)/ gains on defined benefit plans		(76)	47
Share of OCI of joint ventures and associates	10	15	(12)
Tax charge	13	(41)	(62)
		<b>(102)</b>	<b>(27)</b>
<b>Other comprehensive loss for the year</b>		<b>(3,478)</b>	<b>(12,970)</b>
<b>Total comprehensive loss for the year</b>		<b>(466,473)</b>	<b>(2,371)</b>

**BHARTI TELECOM LIMITED****Consolidated Statement of Profit & Loss for the year ended March 31, 2020**

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Particulars	Note No.	For the year ended	
		March 31, 2020	March 31, 2019
<b>(Loss)/ Profit for the year attributable to :</b>		<b>(462,995)</b>	<b>10,599</b>
Owners of the parent		(198,577)	(4,224)
Non-controlling interests		(264,418)	14,823
<b>Other comprehensive loss for the year attributable to :</b>		<b>(3,478)</b>	<b>(12,970)</b>
Owners of the parent		(4,719)	(5,118)
Non-controlling interests		1,241	(7,852)
<b>Total comprehensive loss for the year attributable to :</b>		<b>(466,473)</b>	<b>(2,371)</b>
Owners of the parent		(203,296)	(9,342)
Non-controlling interests		(263,177)	6,971
<b>Loss per share</b>			
Basic	35	(76.47)	(1.62)
Diluted	35	(76.47)	(1.62)

The accompanying notes 1 to 45 form an integral part of these consolidated financial statements.

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

ICAI Firm Registration No: 117366W / W-100018

Sd/-

**Nilesh H. Lahoti**

Partner

Membership No. 130054

Place : Gurugram

Date :

**For and on behalf of the Board of Directors of  
Bharti Telecom Limited**

Sd/-

**Rajan Bharti Mittal**

Director

DIN - 00028016

Sd/-

**Rohit Krishan Puri**

Company Secretary

Place : New Delhi

Date :

Sd/-

**Devendra Khanna**

Managing Director

DIN - 01996768

Sd/-

**Sanjay Dua**

Chief Financial Officer

**Bharti Telecom Limited**  
**Consolidated cashflow statement for the year ended March 31, 2020**  
(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Particulars	For the year ended	
	March 31, 2020	March 31, 2019
<b>Cash flows from operating activities</b>		
<b>Loss before tax</b>	<b>(546,324)</b>	<b>(21,533)</b>
<i>Adjustments for :</i>		
Depreciation and amortisation	276,896	213,475
Finance costs	144,071	114,400
Finance income	(16,204)	(14,320)
Net gain on FVTPL investments	(52)	(56)
Share of profit of joint ventures and associates	(6,524)	(3,556)
Exceptional items (net)	512,809	(32,792)
Loss / (profit) on sale of property, plant and equipment	10	(175)
Employee share-based payment expense	357	345
Tax asset written off	4	-
Other non-cash items	5,132	11,909
<b>Operating cash flow before changes in working capital</b>	<b>370,175</b>	<b>267,697</b>
<b>Changes in working capital</b>		
Trade receivables	(8,925)	8,427
Trade payables	(2,477)	21,580
Payables-others	45	26
Inventories	(522)	(191)
Provisions	(128,107)	(107)
Other financial and non financial liabilities	19,063	(20,966)
Other financial and non financial assets	(44,997)	(64,129)
<b>Net cash generated from operations before tax</b>	<b>204,255</b>	<b>212,337</b>
Income tax paid	(22,948)	(11,723)
<b>Net cash generated from operating activities (a)</b>	<b>181,307</b>	<b>200,614</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment and capital work in progress	(191,902)	(260,971)
Proceeds from sale of property, plant and equipment	1,317	1,225
Purchase of intangible assets	(15,266)	(33,804)
Net proceeds from (purchase)/sale of investments	(82,301)	5,817
Payment towards spectrum - deferred payment liability^	(15,424)	(11,720)
Investment in subsidiaries, net of cash acquired	(1,345)	(5,083)
Deposit matured with bank	15,411	-
Deposit placed with bank *	(15,491)	(71)
Sale of tower assets	-	3,051
Investment in associate	(4,761)	(60)
Dividend received	-	11,493
Interest received	4,855	4,872
<b>Net cash used in investing activities (b)</b>	<b>(304,907)</b>	<b>(285,251)</b>
<b>Cash flows from financing activities</b>		
Net Proceeds from issue of equity shares (Right issues)	223,807	-
Net Proceeds from issue of equity shares (QIP)	143,055	-
Proceeds from issue of FCCBs	70,456	-
Proceeds from borrowings	377,400	353,141
Repayment of borrowings	(439,813)	(345,359)
Net (repayment)/ proceeds of borrowing	(84,225)	90,616
Proceeds from sale and finance leaseback of towers	-	1,688
Repayment of finance lease liabilities	(47,740)	(5,077)
Purchase of treasury shares	(497)	(248)
Interest and other finance charges paid	(111,498)	(78,338)
Payment on account of capital reduction	(6,181)	-
Proceeds from exercise of share options	5	10
Dividend paid (including tax)	(18,263)	(36,603)
Proceeds from issuance of equity shares to NCI	57,144	104,341
Net payment towards derivatives	71,370	-
Sale of interest in a subsidiary	-	16,238
Purchase of shares from NCI	-	(5,409)
Payment of maturity towards future	(1,782)	-
Net payment towards derivative	(41,517)	-
<b>Net cash generated from financing activities (c)</b>	<b>191,721</b>	<b>95,000</b>
<b>Net increase in cash and cash equivalents during the period (a+b+c)</b>	<b>68,121</b>	<b>10,363</b>
Effect of exchange rate on cash and cash equivalents	8,934	2,153
Cash and cash equivalents as at beginning of the period	53,876	41,360
<b>Cash and cash equivalents as at end of the period (refer note 7)</b>	<b>130,931</b>	<b>53,876</b>

^Cash flows towards spectrum acquisition are based on the timing payouts to DOT (viz. upfront/deferred)

\*Includes interest on fixed deposit kept as lien with bank against term loan.

The accompanying notes 1 to 45 form an integral part of these consolidated financial statements.

**For Deloitte Haskins & Sells LLP**  
Chartered Accountants  
ICAI Firm Registration No: 117366W / W-100018

Sd/-  
**Nilesh H. Lahoti**  
Partner  
Membership No. 130054  
Place : Gurugram  
Date :

**For and on behalf of the Board of Directors of**  
**Bharti Telecom Limited**

Sd/-  
**Rajan Bharti Mittal**  
Director  
DIN - 00028016

Sd/-  
**Devendra Khanna**  
Managing Director  
DIN - 01996768

Sd/-  
**Rohit Krishan Puri**  
Company Secretary  
Place : New Delhi  
Date :

Sd/-  
**Sanjay Dua**  
Chief Financial Officer

**BHARTI TELECOM LIMITED**
**Consolidated Statement of Changes in Equity for the year ended March 31, 2020**

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

	Equity attributable to owners of the parent											Non-controlling interests (C)	Total equity (A+B+C)	
	Share capital		Other equity											
	No of shares (in '000)	Amount (A)	Securities premium account	Retained earnings	General reserve	Reserves and surplus					Other components of equity (Note no 24)	Total (B)		
						Statutory reserve	Debenture redemption reserve	Capital reserve	Share-based payment reserve	NCI reserve				
As of April 1, 2018	2,610,774	26,108	92,415	203,953	11,157	-	9,542	-	201	(9,410)	(34,180)	273,678	431,192	730,978
Profit for the year	-	-	-	(4,224)	-	-	-	-	-	-	-	(4,224)	14,823	10,599
Other comprehensive loss	-	-	-	-	-	-	-	-	-	-	(5,118)	(5,118)	(7,852)	(12,970)
Total comprehensive loss	-	-	-	(4,224)	-	-	-	-	-	-	(5,118)	(9,342)	6,971	(2,371)
Employee share based payment expense	-	-	-	-	-	-	-	-	167	-	-	167	190	357
Purchase of treasury shares	-	-	-	-	-	-	-	-	-	-	(124)	(124)	(124)	(248)
Exercise of share options	-	-	-	-	6	-	-	-	(186)	-	168	(12)	(31)	(43)
Transaction with NCI	-	-	-	-	-	-	-	-	-	22,264	-	22,264	82,540	104,804
Business combination (refer note 5 (n))	-	-	-	-	-	-	-	2,663	-	-	-	2,663	2,652	5,315
Transfer from debenture redemption reserve	-	-	-	6,650	-	-	(6,650)	-	-	-	-	-	-	-
Dividend paid (including tax) to NCI	-	-	-	-	-	-	-	-	-	-	-	-	(34,677)	(34,677)
Movement on account of court approved schemes	-	-	-	(355)	-	-	-	-	-	-	-	(355)	(985)	(1,340)
As of March 31, 2019	2,610,774	26,108	92,415	206,024	11,163	-	2,892	2,663	182	12,854	(39,254)	288,939	487,728	802,775
Transition impact on adoption of Ind-As 116 (refer note 37)	-	-	-	(9,588)	-	-	-	-	-	-	(65)	(9,653)	(14,994)	(24,646)
Transfer to statutory reserve	-	-	-	(1,159)	-	1,159	-	-	-	-	-	-	-	-
Loss for the year	-	-	-	(198,577)	-	-	-	-	-	-	-	(198,577)	(264,418)	(462,995)
Other comprehensive loss	-	-	-	-	-	-	-	-	-	-	(4,719)	(4,719)	1,241	(3,478)
Total comprehensive loss	-	-	-	(198,577)	-	-	-	-	-	-	(4,719)	(203,296)	(263,177)	(466,473)
Employee share based payment expense	-	-	-	-	-	-	-	-	147	-	-	147	215	362
Issue of Foreign Currency Convertible Bond (net of expenses) (note 5(b))	-	-	-	-	-	-	-	-	-	-	1,374	1,374	2,168	3,542
Purchase of treasury share	-	-	-	-	-	-	-	-	-	-	(212)	(212)	(285)	(497)
Exercise of share option	-	-	-	-	56	-	-	-	(176)	-	116	(6)	(27)	(33)
Transaction with NCI (net of expenses)	-	-	-	-	-	-	-	-	-	32,400	-	32,400	381,859	414,259
Issue of perpetual securities (note 5(d))	-	-	-	-	-	-	-	-	-	-	-	-	71,390	71,390
Business combination (note 5 (c ))	-	-	-	-	-	-	-	5,325	-	-	-	5,325	7,849	13,174
Dividend including tax to NCI	-	-	-	-	-	-	-	-	-	-	-	-	(18,425)	(18,425)
Change pursuant to capital reduction	(28,458)	(285)	-	(6,467)	-	-	-	-	-	-	-	(6,467)	(6,752)	(6,752)
New tax regime charge IND AS 116 transition impact/ others	-	-	-	(153)	-	-	-	-	-	-	-	(153)	(540)	(693)
Movement on account of court approved scheme	-	-	-	(335)	-	-	-	-	-	-	-	(335)	(1,115)	(1,450)
As of March 31, 2020	2,582,316	25,823	92,415	(10,255)	11,219	1,159	2,892	7,988	153	45,254	(42,760)	108,063	652,646	786,532

The accompanying notes 1 to 45 form an integral part of these consolidated financial statements.

For and on behalf of the Board of Directors of Bharti Telecom Limited

For Deloitte Haskins &amp; Sells LLP

Chartered Accountants

ICAI Firm Registration No: 117366W / W-100018

 Sd/-  
**Nilesh H. Lahoti**

 Partner  
 Membership No. 130054

Place : Gurugram

Date :

 Sd/-  
**Rajan Bharti Mittal**  
 Director  
 DIN - 00028016

 Sd/-  
**Rohit Krishan Puri**  
 Company Secretary  
 Place : New Delhi  
 Date :

 Sd/-  
**Devendra Khanna**  
 Managing Director  
 DIN - 01996768

 Sd/-  
**Sanjay Dua**  
 Chief Financial Officer

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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**4 Events after reporting date**

a) The Company sold 2.75% stake in Bharti Airtel Limited on May 26, 2020 to institutional investors through an accelerated book building process in the secondary market. The shares were sold at a price of Rs. 560.3 per share for a net sales consideration of Rs. 84,039. Pursuant to the stake sale, the shareholding of the Company in Bharti Airtel Limited stands at 36.04%

b) The Hon'ble Supreme Court on June 11, 2020 directed the telecom operators to file their proposals, as to the time frame required by them to make the payment and what kind of securities, undertakings and guarantees should be furnished to ensure that the AGR dues are paid.

On June 18, 2020, the Hon'ble Supreme Court inter alia considered the affidavit filed by the telecom operators and directed all the telecom operators to file certain documents and also make payments of reasonable amounts to show their bonafides before the next date of hearing. The matter was listed for hearing on July 20, 2020 wherein the Hon'ble Supreme Court, after hearing all parties, observed that the amounts of AGR dues given by DoT is to be treated as final ('DoT Demand') and there can be no scope of re-assessment or recalculation. Further, the Hon'ble Supreme Court reserved its order on the issue of period over which such payments could be made and terms thereof.

Consequently, without prejudice and out of prudence, the Group has further recorded an incremental provision of Rs. 102,130 (including net interest on total provision created considering interest rate as per the affidavit filed by DoT on March 16, 2020 with effect from the date of Court Judgement) to give effect of the differential amount between DoT Demand along with provision for subsequent periods for which demands have not been received computed based on the terms of the License Agreement, Court Judgement and the guidelines/clarifications and AGR Provision, which has been presented as exceptional item.

c) The Group has decided to apply for re-assignment/ revalidation of its MWA/ MWB carriers in the Unified License Circles. An amount of Rs. 9,060 (including interest and penalty) from the date of migration of the respective service areas to UL starting from 2014 onwards is considered as a provision in the consolidated financials for the year ended March 31, 2020 and disclosed as an exceptional item and disclosed in Trade payables

d) Bharti Airtel Limited after considering its current business plans, likely adoption of lower income tax rate permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019, future projections and timing of taxable income, has re-assessed the carrying amounts of its deferred tax balances, including the Minimum Alternate Tax (MAT) credit available.

Simultaneously, Bharti Airtel Limited and its group companies have opted for 'Vivad se Vishwas Scheme 2020', an income tax amnesty scheme to settle tax related litigations/disputes. They have decided to settle their disputes pertaining from Assessment Years 2010-11 to Assessment Years 2016-17 and accordingly, filed the necessary application and related documents on April 24, 2020 with the Income Tax Authorities.

Subsequent to the year ended March 31, 2020, the Income Tax Authorities on July 21, 2020, have approved the application for all the assessment years and all required formalities in relation to this have been duly completed.

As a result of the above, tax expense for the year ended March 31, 2020 includes the impact of reversal of current tax liability relating to earlier years of Rs. 1,312, and net deferred tax charge of Rs. 38,335 (including provision against MAT credit Rs. 48,081) aggregate to Rs. 37,023

**5 Other Significant transaction / new developments**

a) On October 24, 2019, the Hon'ble Supreme Court of India delivered a judgement in relation to a long outstanding industry-wide case upholding the view of the Department of Telecommunications ('DoT') in respect of the definition of Adjusted Gross Revenue ('AGR') ("Court Judgement"). The Hon'ble Supreme Court in a Supplementary Order of the same date directed the affected parties to pay amounts due to DoT within a period of three months, which ended on January 23, 2020.



**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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Subsequent to the Court Judgment, DoT had issued letters dated November 13, 2019 and February 3, 2020 to the Group to carry out own-assessment of the liability and afforded certain guidelines/clarifications to compute the amounts payable based on the Hon'ble Supreme Court Judgement. Accordingly, in February 2020, the Group based on its interpretation and assessment of the guidelines/clarifications, and the principles laid down in the Court Judgement, made payments aggregating Rs. 127,490 to the DoT, and an additional Rs. 50,000 as a deposit (subject to subsequent refund/ adjustment) to cover differences resulting from re-verification /reconciliation by DoT.

On March 16, 2020, the DoT had filed an application with respect to giving reasonable time to the affected parties (a period of 20 years with 8% interest on unpaid amounts to duly protect the net present value) and to cease the currently applicable interest after a particular date. The Hon'ble Supreme Court, in a hearing on March 18, 2020, ordered that no exercise of self-assessment/ re-assessment is to be done and the dues which were placed before the Court have to be paid including interest and penalty. At the same hearing, the Hon'ble Supreme Court stated that the DoT application would be considered on the next date of hearing, which is pending disposal.

In the absence of any potential reliefs, without prejudice, and given the matter is still being considered by the Hon'ble Supreme Court as stated above, the Group has, on the basis of demands received and the period for which demands have not been received having regard to assessments carried out in earlier years and the guidelines/clarifications, provided for, in respect of License Fees, an additional amount of Rs. 179,913 (comprising of Principal of Rs. 32,070 (upto September 30, 2019) and applicable penalty thereon of Rs. 24,920, and, on such unpaid amounts, interest of Rs. 77,015 and interest on penalty of Rs. 45,908 upto March 31, 2020) and in respect of Spectrum Usage Charges, an amount of Rs. 123,774 (comprising of Principal of Rs. 29,570 (upto September 30, 2019) and applicable penalty thereon of Rs. 12,680, and, on such unpaid amounts, interest of Rs. 57,136 and interest on penalty of Rs. 24,388 upto March 31, 2020) as a charge to the statement of profit and loss and disclosed as an exceptional item. From September, 2019, the License Fees/Spectrum Usage Charges have been accounted for considering the effect of the Court Judgement, and reflected accordingly in the Statement of Profit and Loss. (refer note 34)

Pursuant to the judgement of the Hon'ble Supreme Court of India on October 24, 2019 ('Court Judgement') including subsequent supplementary judgements, and in the absence of any potential reliefs, the Group provided for Rs. 368,322 for the periods upto March 31, 2020 on the basis of demands received and the period for which demands have not been received having regard to assessments carried out in earlier years and the guidelines I clarifications in respect of License Fees and Spectrum Usage Charges ('AGR Provision').

The Hon'ble Supreme Court on June 11, 2020 directed the telecom operators to file their proposals, as to the time frame required by them to make the payment and what kind of securities, undertakings and guarantees should be furnished to ensure that the Adjusted Gross Revenue ('AGR') dues are paid.

On June 18, 2020, the Hon 'ble Supreme Court inter alia considered the affidavit filed by the telecom operators and directed all the telecom operators to file certain documents and also make payments of reasonable amounts to show their bonafides before the next date of hearing. The matter was listed for hearing on July 20 , 2020 wherein the Hon'ble Supreme Court, after hearing all parties, observed that the amounts of AGR dues given by DoT is to be treated as final ('DoT Demand') and there can be no scope of re-assessment or recalculation. Further, the Hon'ble Supreme Court reserved its order on the issue of period over which such payments could be made and terms thereof.

Consequently, without prejudice and on prudence, during the year ended 31st March , 2020 the Group has further recorded an incremental provision of Rs . 102,140 (including net interest on total provision created considering interest rate as per the affidavit filed by DoT on March 16, 2020 with effect from the date of Court Judgement) to give effect of the differential amount between DoT Demand along with provision for subsequent periods for which demands have not been received computed based on the terms of the License Agreement, Court Judgement and the guidelines /clarifications and AGR Provision, which has been presented as exceptional item.

b) During the year ended March 31, 2020, Bharti Airtel Limited has successfully raised Rs. 215,017 of additional long term financing through a combination of Rs. 144,000 in the form of qualified institutional placement of equity shares (approximately 323.60 fully paid up equity shares of face value Rs. 5 each were issued and allotted at a price of Rs. 445 per equity share) and Rs. 71,017 in the form of 1.50% Foreign Currency Convertible Bond offerings (issued at par and repayable in 2025 at 102.66% of their outstanding principal amount).

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

c) During the year ended March 31, 2020, the Group gave effect to the merger of consumer mobile businesses of Tata Teleservices Limited ("TTSL") and Tata Teleservices (Maharashtra) Limited ("TTML") with the Group and one of its subsidiaries, on July 1, 2019 (being the effective and appointed date of the Scheme of Arrangement under section 230 to section 232 of the Companies Act, 2013). As part of the said transaction, the Group is indemnified, for the ramifications of past liabilities (viz. for the period prior to the completion of the transaction). Considering that the said merger has been completed and as a consequence of the Court Judgement, the incremental liabilities of TTSL / TTML pertaining to AGR as per the estimates available have been recorded in the books of the Group with a corresponding indemnity asset (included in Other current financial assets) for the same. As the said incremental liabilities pertains to the period before the acquisition, TTSL / TTML reserve their rights as available to them under law to take appropriate action vis-a-vis the authorities.

The Group, on the basis of the TDSAT orders directing the operationalization of the spectrum and taking all consequent actions, and based on the final approval by Tribunal and Registrar of Companies believes that the required approvals were in place for the Scheme to be effective. Accordingly, the said merger is accounted in accordance with Ind AS 103, 'Business Combinations'. Consequently, the excess of net assets over purchase consideration, amounting to Rs. 13,174 has been recognized as Capital reserve, a component of equity. While the merger is completed in the books, the same has also been taken on record by the DoT on February 6, 2020.

The summarised aggregated financial information of TTSL and TTML is as follows:

**A. Consideration paid\*** 338

**B. Net assets acquired****Non-current assets**

Property, plant and equipment (including capital-work-in-progress for Rs. 16)	3,359
Right of use assets	20,430
Other intangible assets	33,901
Deferred tax assets (net)	15,500
Others	6,811

**Current assets**

Indemnification assets	48,092
Others#	9,206

**Total Assets (a)** **137,299**

**Non current liabilities**

Borrowings	3,859
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**Current liabilities**

Borrowings	45,680
Provisions^	43,085
Others\$	31,163

**Total Liabilities (b)** **123,787**

**Net assets acquired (a-b)** **13,512**

\*970,668 equity shares of Rs. 5 each and 957 redeemable preference shares of Rs. 100 each

# mainly includes goods and service tax input credit

^mainly includes regulatory dues

\$ mainly includes trade payable and advances

On above 'land & building' included in 'property, plant and equipment' (refer note 14) amounting to Rs 2,865 and 'land and building' included in 'ROU' (refer note 37) amounting to Rs. 250, the title deed and lease agreements are held in the name of TTSL/TTML and are pending to be transferred in the name of Bharti Airtel Limited.

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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d) Network i2i Limited (a wholly owned subsidiary of Bharti Airtel Limited) on October 15, 2019 issued subordinated perpetual securities (original securities) of USD 750 Mn (Rs. 53,489) at an issue price of USD 200,000 which were guaranteed by Bharti Airtel Limited. Subsequently, on February 18, 2020, Network i2i Limited issued subordinated perpetual securities (additional securities) of USD 250 Mn (Rs. 17,894) at an issue price of USD 201,300 plus accrued interest from October 15, 2019. The additional securities constitute a further issuance of, and form a single series with, the original securities and have the same terms and conditions as the original securities except the principal amount, issue date and issue price. The interest payments on these securities (original securities and additional securities) may be deferred in a cumulative, non-compounding manner, subject to certain restrictions including on distributions and payment of dividend until such cumulative interest remains unpaid. Both the securities have been classified as equity instruments.

e) During the year ended March 31, 2020, a subsidiary of the Group, Bharti Hexacom Limited has listed its commercial papers (CPs) valued at Rs 26,150 out of which Rs. 16,150 is listed on SEBI as on March 31, 2020. The listing is pursuant to SEBI circulars dated October 1, 2019 and October 22, 2019 which prohibit mutual fund schemes to invest in unlisted debt instruments including CPs.

f) Certain group entities have elected to exercise the option permitted under section 115BAA of the Income - tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019 dated September 20, 2019. Accordingly, during the year ended March 31, 2020, these group entities have recognised provision for income tax and remeasured its deferred tax assets basis the rate prescribed thereby and the related impact is recognised in the statement of profit and loss; except for Group's share as to the rate change impact on account of deferred tax created on transition to Ind AS 116, 'Leases' relating to one of its joint venture (which has been utilised from general reserves created out of scheme of merger as approved by the Hon'ble High Court of Delhi vide order dated April 18, 2013 effective from June 11, 2013, as permitted thereunder). This has resulted as an exceptional charge of Rs. 4,195 in statement of profit and loss and a charge of Rs. 856 in the equity

g) During the year ended March 31, 2020, pursuant to the closure of rights issue on May 17, 2019, the subsidiary of the Bharti Airtel Limited allotted approximately 1,134 fully paid up equity shares of face value Rs.5 each at the price of Rs. 220 per equity share (including a premium of Rs. 215 per share) amounting to Rs. 249,390, to the eligible shareholders.

h) During the year ended March 31, 2020 the government of Tanzania ('GoT'), Bharti Airtel Tanzania B.V. ('BATBV'), Bharti Airtel International (Netherlands) B.V. ('BAIN') and Airtel Tanzania ('AT') executed agreements to resolve all disputes. These mainly cover the following:

New shares to be issued by AT to the GoT at no cost such that the GoT will own 49% of the entire share capital of AT and BATBV will own 51%;

· Tanzania Revenue Authority's ('TRA') tax claim of approximately USD 874 Mn (Rs. 66,140) on BAIN will be treated as settled without any liability (no provision has been recognised currently);

· Tanzania Communications Regulatory Authority's ('TCRA') Compliance Decision of April 20, 2018 imposing on AT a fine of approximately USD 183 Mn (Rs. 13,849) too will be treated as settled without any liability (no provision has been recognised currently);

· TRA's various tax claims against AT of approximately USD 47 Mn (Rs. 3,557) will, subject to verification and consideration of the records, be treated as settled without any liability (no provision has been recognised currently);

· AT will be issued a one-time tax clearance certificate in regard to tax disputes in respect of all historical tax claims up to December 31, 2018;

· In all cases this shall not be construed as an admission of fact or law or as a concession or admission of any wrongdoing, obligation, liability by any party;

· AT, subject to verification and consideration of the records by the TRA will be allowed the carry-forward tax loss balance as recorded in AT's corporate tax return for the tax year ended December 31, 2017;

· Parties will cooperate to effect the sale of towers and the proceeds thereof will be distributed in a pre-defined manner towards repayment of AT's shareholder loan, to be retained in AT and balance as a special one-time payout to the GoT. On receipt of its share of the proceeds from sale of towers, BATBV will waive the balance shareholder loan;

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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- A valid Listing Waiver will be provided to AT and the Group entities in AT in accordance with the laws of Tanzania. Furthermore, in case of listing, the BATBV shares in AT are not subject to listing;
- Group entities will not be subject to any tax in connection with any of the transactions described above;
- AT will pay to GOT, approximately USD 0.4 Mn (Rs. 28) every month for a period of 60 months, effective April 1, 2019 for the support services provided; and
- AT will pay a special dividend ('Special Dividend') to its shareholders in proportion of their shareholding of upto 25% EBITDA based on its audited financial statements for the financial year ending December 31, 2019 subject to applicable laws.

Post the agreement following matters have been resolved:

- TRA's tax claim of approx. USD 874 Mn (Rs. 66,140), TCRA's imposition of approx. USD 183 Mn (Rs. 13,849) and various tax claims against AT of approx. USD 22 Mn (Rs. 1,665) have been vacated without any liability. Since the Group did not carry any provisions for these matters, no accounting implications have arisen due to such resolution.
- On November 29, 2019 AT issued 36,176,471 shares to GOT at zero effective cost thus increasing GOT's shareholding in AT to 49%. The Group has thus recognised non-controlling interest to the extent of 9% of carrying value of net assets of AT. Corporate tax return for carried forwards tax losses of AT has been concluded until December 31, 2016.

The completion of all other steps set out above are still in progress at the date of approval of the financial statements.

i) During the year ended March 31, 2020, Airtel Africa plc. ('AAP', a subsidiary of the Group) listed on London Stock Exchange and Nigeria Stock Exchange by issuing approximately 676 Mn equity shares at 80 pence and 363 NGN per share respectively. Due to the transaction, the shareholding of the Group in Airtel Africa plc. has reduced to approximately 56%.

j) Pursuant to the requirement of New Telecommunication Act in Malawi, it was made mandatory for companies holding electronic communication licences to have 20% local shareholding. To give effect to this, the Group has transferred by way of a secondary sale, its 20% shareholding in Airtel Malawi plc (Airtel Malawi), a wholly owned subsidiary of Airtel Africa plc, to the public and consequently Airtel Malawi listed on Malawi Stock Exchange on February 24, 2020. Accordingly, with effect from the date of such transfer, the Group has recognised a non-controlling interest equivalent to 20% of the net assets of Airtel Malawi. The excess of carrying value over consideration received from non-controlling interest ('NCI') amounting to USD 20 Mn (Rs. 1,493), has been recognised in the 'transaction with NCI reserve', within equity.

k) In respect of Tower Infrastructure Services Segment of the Group:

i) On April 20, 2020, Indus Towers Limited, a Joint Venture Company ('JVC') of step down subsidiary, Bharti Infratel Limited (both in the Tower Infrastructure Service Segment), in its financial statements for the year ended March 31, 2020 reported that the JVC's top two major customers in the telecom services industry contributed substantial portion of the net sales of the JVC, for the same period, which also resulted in significant part of the trade receivables due from these two customers as at March 31, 2020. It also reported that the JVC's largest customer (one of the two major customers) in its declared results for the quarter and nine months period ended December 31, 2019, had expressed its ability to continue as going concern to be dependent on positive outcome of the application for modification of the Supplementary Order before the Hon'ble Supreme Court and subsequent agreement with DoT for the payment in instalments after some moratorium and other reliefs. Further, the loss of a significant customer or the failure to attract new customers could have a material adverse effect on the business, results of operations and financial condition of the JVC. The auditors of the JVC have brought out this material uncertainty in their auditor's report.

ii) On April 23, 2020, Bharti Infratel Limited ('BIL'), a subsidiary of the Group, has indicated that the largest customer of the JVC (as referred above) is also a major customer of BIL. The loss of a significant customer or the failure to attract new business in both these entities could have an adverse effect on their business and results of operations. The Management of BIL and the Group have respectively also concluded that there is no impairment with respect to property, plant and equipment of BIL and the carrying value of its investment in the JVC.

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l) Telecom Regulatory Authority of India's tariff order in relation to broadcasting services relating to television provided to subscribers has been implemented from February 1 2019, as per the extended timelines. During the quarter ended March 31, 2019, owing to the practical difficulties, there was delay in implementation of the tariff order in its entirety. The distributors were in transition from previous to the new regime and were in the process of implementation of content cost contracts with the Broadcasters. Subsequently, Bharti Telemedia Limited, one of the Group's subsidiary, has entered into revised agreements with the broadcasters. With effect from April 1, 2019, basis such revised agreements and the provisions of the new tariff order, Bharti Telemedia Limited has re-assessed its performance obligations, extent of control over broadcasted content and various other responsibilities and liabilities. Consequently, the Group has considered network capacity fee and, commission and incentives from broadcasters as to subscription services, as part of its revenue from operations. Further, the Telecom Regulatory Authority of India has implemented second amendment to the tariff order effective from March 1, 2020 and Bharti Telemedia Limited has implemented the same to the extent is applicable and is in control of distributor.

m) During the year ended March 31, 2019 Airtel Kenya, the Group's operating subsidiary in Kenya, entered into an agreement with Telkom Kenya Limited, the third largest mobile network operator in Kenya, to merge their respective mobile, enterprise and carrier services businesses to operate as 'Airtel-Telkom'. As at the date of these financial statements, the transaction remains subject to final approval by the relevant authorities and consequently there is no impact within these financial statements.

n) During the year ended March 31, 2017, the Group had entered into a scheme of amalgamation for the merger of Telenor (India) Communications Private Limited ('Telenor') with Bharti Airtel Limited. Further, during the year ended March 31, 2019, as the closing conditions for the said merger were fulfilled, the said transaction was consummated. The difference of Rs. 5,315 between the purchase consideration (issuance of five equity shares and working capital adjustments) and fair value of net assets was recognised as Capital reserve, a component of equity. As part of the said transaction, Bharti Airtel Limited is indemnified, for the ramification of past liabilities (viz. for the period prior to the completion of the transaction).

Considering that the said merger has been completed and as a consequence of the Court Judgement, during the year ended March 31, 2020, the incremental liabilities of Telenor pertaining to AGR as per the estimates available have been recorded in the books of Bharti Airtel Limited with a corresponding indemnity asset (included in Other current financial assets) for the same. As the said incremental liabilities pertains to the period before the acquisition, Telenor reserve its rights as available to them under law to take appropriate action vis-à-vis the authorities.

The fair values of the assets and liabilities recognized at the date of acquisition are as follows:

<b>Non current assets</b>	
Property, plant and equipment (including capital work in progress of Rs 94)	4,264
Other intangible assets (including intangible asset under development of Rs 655)	17,684
Indemnification assets	8,835
Others	6,309
<b>Current assets</b>	
Cash and cash equivalents	6,931
Others	7,661
<b>Non current liabilities</b>	
Borrowing	14,842
Others	955
<b>Current liabilities</b>	
Borrowings	1,229
Trade payables	17,301
Others	12,592
Net assets acquired	<u>4,765</u>

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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o) During the year ended March 31, 2019, Bharti Airtel International (Netherlands) B.V., a subsidiary of the Group, early redeemed an amount of USD 995 Mn (Rs. 70,112) from its USD 1,500 Mn (Rs. 105,697) 5.125% Guaranteed Senior Notes due in March 2023 at a consideration equivalent to 98.5% of the par amount of each bond plus interest accrued.

p) During the year ended March 31, 2019, Bharti Airtel International (Netherlands) B.V., a subsidiary of the Group, has redeemed Euro 1,000 Mn (Rs. 79,948) 4% senior notes due in December 2018 ('Notes').

q) During the year ended March 31, 2019, consequent to the change in shareholder rights in Airtel Payment Bank Limited ('APBL'), APBL ceased to be a subsidiary (under Ind AS 110, 'Consolidated Financial Statements'). APBL has since been considered as an associate (under Ind AS 28, 'Investments in Associates and Joint Ventures'). Hence, in accordance with Ind AS 110, the difference between the fair value of retained interest and the previous carrying amount of the Group's share in the net assets of APBL, of Rs. 8,735 has been recognized as gain within exceptional items.

r) During the year ended March 31, 2019, the Group acquired 7.95% equity stake in Airtel Gabon S.A. thereby, increasing its shareholding to 97.95%. The excess of consideration paid to NCI over the carrying value of the interest acquired Rs. 1,112 was recognised in the transaction with NCI reserve, a component of equity.

s) During the year ended March 31, 2019, the Group has acquired 8.52% equity stake in Airtel Networks Limited thereby, increasing its shareholding to 91.77%. The excess of consideration paid to NCI over the carrying value of the interest acquired Rs. 4,684 has been recognised in the transaction with NCI reserve, a component of equity.

t) During the year ended March 31, 2018, the Group had entered into an agreement to sell 15% equity stake in Bharti Telemedia Limited, a subsidiary of the Group. Further, during the year ended March 31, 2019, as the closing conditions for the said transaction were fulfilled, the said transaction was consummated. Accordingly, the excess of proceeds over the NCI amounting to Rs. 19,064 was recognised directly in NCI reserve, a component of equity.

u) Pursuant to the share purchase agreement with Millicom International Cellular S.A. entered during the year ended March 31, 2018, the Group acquired 100% equity interest in Tigo Rwanda Limited. The acquisition will make the Group the second largest mobile operator in Rwanda. The difference of Rs. 873 between the fair value of the purchase consideration (including contingent consideration) aggregating Rs. 3,377 and fair value of net assets of Rs. 2,504 was recognised as final goodwill on completion of measurement period during the year ended March 31, 2019. The said goodwill is mainly attributable to the acquired customer base, assembled workforce and economies of scale expected from combining the operations of the Group. Further, with effect from July 1, 2018, Tigo Rwanda Limited had merged with Airtel Rwanda Limited. Accordingly Tigo Rwanda Limited has ceased to exist.

v) The Hon'ble National Company Law Tribunal (NCLT), Chandigarh vide its order dated September 27, 2019, has approved the scheme of capital reduction for cancellation and extinguishment of 28,457,840 equity shares of Rs. 10/- each representing 1.09% of the total issued, subscribed and paid-up equity share capital of the Company, held by the identified shareholders (i.e. the holders of the equity shares of the Company other than Bharti Enterprises (Holding) Private Limited, Pastel Limited, Magenta Investments Limited, Singtel International Investments Private Limited. The necessary steps to make the Scheme effective have been taken by the Company.

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**BHARTI TELECOM LIMITED**  
**Consolidated Notes to Account for the year ended March 31, 2020**  
**(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

**6 Cash and cash equivalents ('C&CE')**

	As of	
	March 31, 2020	March 31, 2019
Cash on hand	1,632	1,084
<b>Balances with banks</b>		
- On current accounts	14,678	7,147
- Bank deposits with original maturity of 3 months or less	119,487	53,848
Cheques on hand	102	125
	<b>135,899</b>	<b>62,204</b>

**7 Other bank balances**

	As of	
	March 31, 2020	March 31, 2019
Balance held under mobile trust*	22,330	16,478
Restricted cash	1,252	1,171
Earmarked bank balances - unpaid dividend	12	110
Term deposits with bank	153	273
Margin money deposits#	925	1,658
	<b>24,672</b>	<b>19,690</b>

\*It represents cash received from subscribers of mobile commerce services relating to its subsidiaries in Africa and the same is not available for general use by the Group.

#Margin money deposits represents amount given as collateral for legal cases and / or bank guarantees for disputed matters.

The details of interest accrued on cash & cash equivalents and other bank balances (which is included within 'Interest accrued on investments/deposits' under other financial assets-refer note 12) is as below:

	As of	
	March 31, 2020	March 31, 2019
<b>Other Bank Balances</b>		
Restricted cash	81	71
Term deposits with bank	113	47
	<b>194</b>	<b>118</b>

**Cash & Cash Equivalents**

	As of	
	March 31, 2020	March 31, 2019
-Bank deposits with original maturity of 3 months or less	122	106
	<b>122</b>	<b>106</b>

For the purpose of consolidated cash flow statement, C&CE are as following:

	As of	
	March 31, 2020	March 31, 2019
Cash and cash equivalents	135,899	62,204
Balance held under mobile money trust*	22,330	16,478
Bank overdraft	(27,298)	(24,806)
	<b>130,931</b>	<b>53,876</b>

\*It represents cash received from subscribers of mobile commerce services relating to its subsidiaries in Africa and the same is not available for general use by the Group.

**8 Derivative financial instruments**

	As of					
	March 31, 2020			March 31, 2019		
	Notional amounts	Fair value assets	Fair value liabilities	Notional amounts	Fair value assets	Fair value liabilities
<b>Currency derivatives:</b>						
Spot and forwards	USD 590 Mn	1,754	36	USD 1,009 Mn	37	2,881
Currency swaps	USD 28 Mn	109	0	USD 83 Mn	34	198
Options purchased	USD 1055 Mn	853	564	USD 1,198 Mn	275	612
		<b>2,716</b>	<b>600</b>		<b>346</b>	<b>3,691</b>
<b>Interest rate derivatives:</b>						
Forward rate agreements and interest rate swaps	USD 100 Mn	117	26	EUR 700 Mn	3,185	484
		<b>117</b>	<b>26</b>	USD 2079 Mn	<b>3,185</b>	<b>484</b>
<b>Other derivatives:</b>						
Other embedded derivatives*	-	-	234	-	-	9,393
<b>Total derivative financial instruments</b>	<b>-</b>	<b>2,833</b>	<b>860</b>	<b>-</b>	<b>3,531</b>	<b>13,568</b>

\*During the year ended March 31, 2019 Bharti Airtel Limited had issued shares to several global investors. The shares subscription agreements included certain indemnities that were embedded derivatives not clearly and closely related to the shares and therefore have been bifurcated and presented separately as a derivative financial liability. The fair value of those embedded derivatives was Rs. 9,095 as of March 31, 2019.

Refer note 39 for details of the financial risk management of the Group.

**9 Trade receivables**

		<b>As of</b>	
		<b>March 31, 2020</b>	<b>March 31, 2019</b>
<b>Unsecured</b>			
Receivables considered good*		46,058	43,006
Less: Impairment allowances		-	-
	<b>(A)</b>	<b>46,058</b>	<b>43,006</b>
Receivables considered doubtful with significant credit risk		45,928	37,850
Less: Impairment allowances		(45,928)	(37,850)
	<b>(B)</b>	<b>-</b>	<b>-</b>
	<b>(A+B)</b>	<b>46,058</b>	<b>43,006</b>

\*It includes amount due from related party (refer note 38).

Refer note 39 (iv) for credit risk.

**The movement in provision for impairment loss is as follows:**

		<b>For the year ended</b>	
		<b>March 31, 2020</b>	<b>March 31, 2019</b>
<b>Opening Balance</b>		<b>37,850</b>	<b>51,579</b>
Additions		5,199	10,256
Write off (net of recovery)		(697)	(24,353)
Exchange differences		3,576	368
<b>Closing Balance</b>		<b>45,928</b>	<b>37,850</b>

For details towards pledge of the above assets refer note 19.

There are no debts due by directors or other officers of the NBFC or any of them either severally or jointly with any other person or debts due by firms including limited liability partnerships (LLPs), private companies respectively in which any director is a partner or a director or a member.

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**BHARTI TELECOM LIMITED**

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(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**10 Investments**

	March 31, 2020				March 31, 2019			
	Designated at				Designated at			
	FVTOCI	FVTPL	Others	Total	FVTOCI	FVTPL	Others	Total
<b>Investments</b>								
Mutual funds	-	151,950	-	151,950	-	49,906	-	49,906
Government securities	-	2,942	-	2,942	-	12,218	-	12,218
Equity instruments	-	2,900	-	2,900	-	3,175	-	3,175
Preference shares	-	374	-	374	-	342	-	342
Bonds	-	-	-	-	2,124	801	-	2,925
Joint ventures	-	-	60,781	60,781	-	-	54,227	54,227
Associates	-	-	36,027	36,027	-	-	34,710	34,710
Non-convertible debenture	-	250	-	250	-	-	-	-
<b>Total- Gross (A)</b>	-	<b>158,416</b>	<b>96,808</b>	<b>255,224</b>	<b>2,124</b>	<b>66,442</b>	<b>88,937</b>	<b>157,503</b>
<b>(i) Investments outside India</b>		3,212	25,987	29,199	-	3,347	26,063	29,410
<b>(ii) Investment in India</b>		155,204	70,821	226,025	2,124	63,095	62,874	128,093
<b>Total (B)</b>	-	<b>158,416</b>	<b>96,808</b>	<b>255,224</b>	<b>2,124</b>	<b>66,442</b>	<b>88,937</b>	<b>157,503</b>
Less: Impairment loss (C)	-	-	-	-	-	-	-	-
<b>Net Investment (A)-(C)</b>	-	<b>158,416</b>	<b>96,808</b>	<b>255,224</b>	<b>2,124</b>	<b>66,442</b>	<b>88,937</b>	<b>157,503</b>

**A. Details of joint ventures:**

S.no.	Name of joint venture#	Principal place of business	Principal activities	Ownership interest %			
				March 31, 2020		March 31, 2019	
				Group ownership	Effective ownership@	Group ownership	Effective ownership@
1	Indus Towers Limited*	India	Passive infrastructure services	22.47	8.72	22.47	11.27
2	Bharti Airtel Ghana Holdings B.V.\$	Netherlands	Investment company	50.00	19.40	50.00	25.05
3	Bridge Mobile Pte Limited	Singapore	Provision of regional mobile services	10.00	3.88	10.00	5.01
4	Firefly Networks Limited	India	Telecommunication services	50.00	19.40	50.00	25.05

#Investment in joint ventures (through subsidiaries) are unquoted.

\*Bharti Infratel Limited, in which group has 53.51% equity interest (53.51% as of March 31, 2019) owns 42% of Indus Towers Limited.

\$The joint venture have 4 subsidiaries namely Airtel Ghana Limited, Airtel Mobile commerce (Ghana) Limited, Mobile Financial Services Limited and Millicom Ghana Company Limited. For details, refer note 43.

@Represents the Company's effective stake in joint ventures through group companies.

**B. Details of associates:**

S.no.	Name of associates#	Principal place of business	Principal activities	Ownership interest %			
				March 31, 2020		March 31, 2019	
				Group ownership	Effective ownership@	Group ownership	Effective ownership@
1	Seychelles Cable Systems Company Limited*	Seychelles	Submarine cable system	14.56	5.65	17.76	8.90
2	Robi Axiata Limited^	Bangladesh	Telecommunication services	25.00	9.70	25.00	12.53
3	Seynse Technologies Private Limited	India	Financial services	22.54	8.74	22.54	11.29
4	Juggernaut Books Private limited	India	Digital books publishing services	17.79	6.90	19.35	9.69
5	Airtel Payments Bank Limited (w.e.f. October 25, 2018)	India	Mobile commerce services	80.10	31.07	80.10	40.13

\*Airtel Africa plc, in which the group has 56.01% equity interest (68.31% as of March 31, 2019), owns 26% of Seychelles Cable Systems Company limited. The associate has a subsidiary RedDot Digital Limited which was incorporated on November 5, 2019. For the details refer not no 43.

#Investment in associates are unquoted.

Refer note 25 for Group's share of joint venture's and associate's commitments and contingencies.

@Represents the Company's effective stake in joint ventures through group companies.

^Subsequent to March 31, 2020, Bharti International Singapore Pte. Limited, a wholly owned subsidiary of the Company, pursuant to an agreement with NTT Docomo Inc. has bought entire 6.31% shareholding of NTT Docomo, Inc. in Robi Axiata Limited, for a consideration of USD 12 Mn (Rs 907). Consequently, the Group's shareholding in Robi Axiata Limited has increased to 31.31%.

**C. The amounts recognized in the statement of profit and loss are as follows:**
**Recognized in profit and loss**

 Joint ventures  
Associates

For the year ended		
March 31, 2020	March 31, 2019	
11,069	3,630	
(4,545)	(74)	
<b>6,524</b>	<b>3,556</b>	

**Recognized in other comprehensive income**

 Joint ventures  
Associates

(9)	(2)
24	(10)
<b>15</b>	<b>(12)</b>

During the year ended March 31, 2020, the Group's investment in the joint venture Airtel Ghana Holdings BV (accounted under equity method) was reduced to Nil. Un-recognised share of losses of Airtel Ghana Limited is USD 39 Mn (Rs. 2,759) for the year ended March 31, 2020 (Nil for the year ended March 31, 2019) and USD 39 Mn (Rs. 2,759) cumulatively.

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Consolidated Notes to Account for the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**D. The summarized financial information of joint ventures and associate that are material to the group are as follows:-**
**Summarized balance sheet**

	As of			
	Joint ventures			
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	Indus Towers Limited		Bharti Airtel Ghana Holdings B.V.*	
<b>Assets</b>				
<b>Non current assets</b>				
<b>Current assets</b>				
Cash and cash equivalents ('C&CE')	1,355	3,224	181	886
Other current assets (excluding 'C&CE')	59,816	47,774	2,932	3,605
<b>Total current assets</b>	<b>61,171</b>	<b>50,998</b>	<b>3,113</b>	<b>4,491</b>
<b>Liabilities</b>				
<b>Non current liabilities</b>				
Borrowings	1,667	11,223	11,103	9,705
Other liabilities	110,011	32,429	7,925	5489
<b>Total non current liabilities</b>	<b>111,678</b>	<b>43,652</b>	<b>19,028</b>	<b>15,194</b>
<b>Current liabilities</b>				
Borrowings	36,254	44,574	2,131	1654
Other liabilities	54,838	34,279	12,895	8,347
<b>Total current liabilities</b>	<b>91,092</b>	<b>78,853</b>	<b>15,026</b>	<b>10,001</b>
<b>Equity</b>	<b>136,471</b>	<b>121,631</b>	<b>(10,080)</b>	<b>3,352</b>
Percentage of group's ownership interest	42%	42%	50%	50%
Interest in joint ventures	57,318	51,085	(5,040)	1,676
Consolidation adjustment (including goodwill accounting policy alignment)	3,355	1,397	-	-
<b>Carrying amount of investment</b>	<b>60,673</b>	<b>52,482</b>	<b>-</b>	<b>1,676</b>

\* Based on consolidated financial statement of the entity.

	As of			
	Associates			
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	Robi Axiata Limited		Airtel Payment Bank Ltd	
<b>Assets</b>				
<b>Non current assets</b>				
<b>Current assets</b>				
Cash and cash equivalents ('C&CE')	2,178	1,920	423	4,290
Other current assets (excluding 'C&CE')	13,357	8,456	9,715	7,207
<b>Total current assets</b>	<b>15,535</b>	<b>10,376</b>	<b>10,138</b>	<b>11,497</b>
<b>Liabilities</b>				
<b>Non current liabilities</b>				
Borrowings	5,215	11,509	-	-
Other liabilities	31,247	3,805	86	47
<b>Total non current liabilities</b>	<b>36,462</b>	<b>15,314</b>	<b>86</b>	<b>47</b>
<b>Current liabilities</b>				
Borrowings	15,511	11,071	470	-
Other liabilities	50,061	39,990	9,229	10,579
<b>Total current liabilities</b>	<b>65,572</b>	<b>51,061</b>	<b>9,699</b>	<b>10,579</b>
<b>Equity</b>	<b>53,254</b>	<b>49,958</b>	<b>2,801</b>	<b>1,933</b>
Percentage of group's ownership interest	25.00%	25.00%	80.10%	80.10%
Interest in associate	13,313	12,490	2,244	1,548
Consolidation adjustment (including goodwill accounting policy alignment)	12,336	11,396	7,766	8,735
<b>Carrying amount of investment</b>	<b>25,649</b>	<b>23,886</b>	<b>10,010</b>	<b>10,283</b>

**Summarized information on statement of profit and loss**

	For the year ended			
	Joint ventures			
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	Indus Towers Limited		Bharti Airtel Ghana Holdings B.V.*	
Revenue	188,281	184,775	10,086	11,683
Depreciation and amortization	39,895	27,572	4,543	3,689
Finance income	630	534	-	-
Finance cost	12,601	6,028	3,887	5,180
Income tax expense	7,047	13,078	-	2
<b>Profit / (loss) for the year</b>	<b>32,869</b>	<b>24,220</b>	<b>(8,441)</b>	<b>(9,059)</b>
OCI / loss for the year	(22)	(6)	-	-
Percentage of Group's ownership interest	42.00%	42.00%	50.00%	50.00%
Group's share in profit / (loss) for the year	13,805	10,172	(4,221)	(4,529)
Group's share in OCI / (loss) for the year	(9)	(2)	-	-
Consolidation adjustments / accounting policy alignment	(654)	(1,294)	(724)	(724)
<b>Group's share in profit / (loss) recognized</b>	<b>13,151</b>	<b>8,879</b>	<b>(2,114)</b>	<b>(5,253)</b>
Dividend received from joint ventures	-	11,261	-	-

\*Based on consolidated financial statements of the entity.

**BHARTI TELECOM LIMITED**

Consolidated Notes to Account for the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**Summarized information on statement of profit and loss**

	For the year ended			
	Associates			
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
	Robi Axiata Limited		Airtel Payment Bank Ltd	
Revenue	64,557	60,491	4,698	1,434
Depreciation and amortization	16,772	15,016	115	45
Finance income	70	85	45	-
Finance cost	3,995	2,697	90	98
Income tax expense	3,973	889	-	-
<b>Profit / (loss) for the year</b>	<b>511</b>	<b>2,887</b>	<b>(4,638)</b>	<b>(1,541)</b>
OCI / loss for the year	74	(46)	7	1
Percentage of Group's ownership interest	25.00%	25.00%	80.10%	80.10%
Group's share in profit / (loss) for the year	128	722	(3,715)	(1,235)
Group's share in OCI / (loss) for the year	18	(11)	6	1
Consolidation adjustments / accounting policy alignment	-	471	(969)	-
<b>Group's share in profit / (loss) recognized</b>	<b>128</b>	<b>1,193</b>	<b>(4,684)</b>	<b>(1,235)</b>
Dividend received from associates	-	-	-	-

\*Based on consolidated financial statements of the entity.

**E. The aggregate information of joint ventures that are individually immaterial is as follows:**

Carrying amount of investments	As of	
	March 31, 2020	March 31, 2019
	108	69
	108	69
Group's share in joint ventures	For the year ended	
	March 31, 2020	March 31, 2019
	32	4
Net profit		
Total comprehensive income	32	4

**The aggregate information of associates that are individually immaterial is as follows:**

Carrying amount of investments	As of	
	March 31, 2020	March 31, 2019
	368	541
Group's share in associates	For the year ended	
	March 31, 2020	March 31, 2019
	11	(32)
Net profit		
Total comprehensive income	11	(32)

Refer note 25 for Group's share of joint venture's and associate's commitments and contingencies.

**F. Investments in subsidiaries**

Information as to the subsidiaries which are part of the Group is as follows:

S.no.	Principal activity	Principal place of business	Number of non-wholly -owned subsidiaries	
			As of	
			March 31, 2020	March 31, 2019
1	Telecommunication Services	India	6	7
2	Telecommunication Services	Africa	14	14
3	Telecommunication Services	South Asia	1	1
4	Telecommunication Services	Others	6	6
5	Mobile Commerce Services	Africa	16	16
6	Infrastructure Services	India	1	1
7	Infrastructure Services	Africa	5	5
8	Direct to home services	India	1	1
9	Submarine cable	Mauritius	1	1
10	Submarine cable	Africa	1	-
11	Investment Company	Netherlands	-	31
12	Investment Company	Africa	2	2
13	Investment Company	Mauritius	10	10
14	Investment Company	Netherland	31	-
15	Investment Company	Others	2	3
16	Investment Company	India	1	-
17	Others	India	3	3
			<b>101</b>	<b>101</b>

Additionally, the Group also controls the employee stock option plan trusts as mentioned here below:

S.no.	Name of trust	Principal place of business
1	Bharti Airtel Employees' Welfare Trust	India
2	Bharti Infratel Employees' Welfare Trust	India

The summarized financial information of subsidiaries (including acquisition date fair valuation and adjustments thereto, and accounting policies alignment) having material non-controlling interests is as follows:

**Summarized balance sheet**

	<b>Bharti Airtel Limited*</b>		<b>Bharti Infratel Limited*</b>	
	<b>As of</b>		<b>As of</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
<b>Assets</b>				
Non current assets	2,804,335	2,422,918	158,946	139,923
Current assets	766,432	328,642	53,495	42,800
<b>Liabilities</b>				
Non current liabilities	1,271,619	971,946	25,959	13,033
Current liabilities	1,426,073	930,134	42,102	17,752
<b>Equity</b>	<b>873,075</b>	<b>849,480</b>	<b>144,380</b>	<b>151,938</b>
% of ownership interest held by NCI	61.21%	49.90%	79.24%	73.19%
Accumulated NCI	534,405	423,891	114,407	111,204

  

	<b>Bharti Hexacom Limited</b>		<b>Airtel Africa Plc.*#</b>	
	<b>As of</b>		<b>As of</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
<b>Assets</b>				
Non current assets	124,234	103,402	578,466	501,388
Current assets	30,400	10,005	127,671	98,248
<b>Liabilities</b>				
Non current liabilities	27,946	3,237	267,707	203,033
Current liabilities	97,341	52,494	188,789	198,818
<b>Equity</b>	<b>29,347</b>	<b>57,676</b>	<b>249,641</b>	<b>197,785</b>
% of ownership interest held by NCI	73%	65%	78.27%	65.91%
Accumulated NCI	21,379	37,449	195,394	130,360

**Summarized statement of profit and loss**

	<b>Bharti Airtel Limited*</b>		<b>Bharti Infratel Limited*</b>	
	<b>For the year ended</b>		<b>For the year ended</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
Revenue	878,638	811,265	66,244	65,889
Net profit / (loss)	(158,422)	16,875	31,499	22,085
Other comprehensive	(3,478)	(12,970)	(119)	(24)
Total comprehensive	<b>(161,900)</b>	<b>3,905</b>	<b>31,380</b>	<b>22,061</b>
Profit / (loss) allocated to NCI	<b>(30,212)</b>	<b>12,780</b>	<b>14,618</b>	<b>10,271</b>

  

	<b>Bharti Hexacom Limited</b>		<b>Airtel Africa Plc.*#</b>	
	<b>For the year ended</b>		<b>For the year ended</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
Revenue	38,920	36,199	242,173	226,079
Net profit / (loss)	(28,018)	(7,220)	28,564	29,847
Other comprehensive income / (loss)	(2)	3	6,569	(17,195)
Total comprehensive income / (loss)	<b>(28,020)</b>	<b>(7,217)</b>	<b>35,133</b>	<b>12,652</b>
Profit / (loss) allocated to NCI	<b>(8,406)</b>	<b>(2,160)</b>	<b>8,176</b>	<b>3,486</b>

**Summarized statement of cash flow**

	<b>Bharti Airtel Limited</b>		<b>Bharti Infratel Limited*</b>	
	<b>For the year ended</b>		<b>For the year ended</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
Net cash inflow from operating activities	181,287	200,702	23,151	31,586
Net cash (outflow)/inflow from investing activities	(304,919)	(285,009)	(10,122)	15,999
Net cash (outflow)/inflow from financing activities	191,444	94,638	(11,854)	(47,947)
<b>Net cash (outflow) / inflow</b>	<b>67,812</b>	<b>10,331</b>	<b>1,175</b>	<b>(362)</b>
Dividend paid to NCI (including tax)	-	9,974	14,408	22,286

  

	<b>Bharti Hexacom Limited</b>		<b>Airtel Africa Plc.*#</b>	
	<b>For the year ended</b>		<b>For the year ended</b>	
	<b>March 31, 2020</b>	<b>March 31, 2019</b>	<b>March 31, 2020</b>	<b>March 31, 2019</b>
Net cash (outflow)/inflow from operating activities	(3,159)	4,926	98,311	64,827
Net cash (outflow)/inflow from investing activities	(10,756)	(11,657)	(56,439)	17,557
Net cash (outflow)/inflow from financing activities	18,642	5,595	(27,564)	(41,939)
<b>Net cash (outflow) / inflow</b>	<b>4,727</b>	<b>(1,136)</b>	<b>14,308</b>	<b>40,445</b>
Dividend paid to NCI (including tax)	-	-	3,533	-

\*Based on consolidated financial statements of the entity.

#Refer Note 5(i)

**BHARTI TELECOM LIMITED**

Consolidated Notes to Account for the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

	As of	
	March 31, 2020	March 31, 2019
<b>11 Security deposits</b>		
Considered good*	8,728	16,452
Considered doubtful	1,548	1,448
Less: Provision for doubtful deposits	(1,548)	(1,448)
	<b>8,728</b>	<b>16,452</b>

Security deposits primarily include deposits given towards rented premises, cell sites and interconnect ports.

\*It includes amount due from related party (refer note 38).

For details towards pledge of the above assets refer note 19.2.

	As of	
	March 31, 2020	March 31, 2019
<b>12 Other financial assets</b>		
Indemnification assets*	204,324	9,082
Unbilled revenue (refer note 26)	19,221	17,072
Interest accrued on investments / deposits	300	607
Bank deposit	16	13
Margin money deposits	74	147
Others#	1,288	2,669
	<b>225,223</b>	<b>29,590</b>

\* Primarily includes indemnification assets pursuant to merger with TTML/TTSL and Telenor (refer note 5(c) and 5(n))

#It includes amounts due from related party (refer note 38)

For details towards pledge of the above assets refer note 19.

**13 Income tax**

The major components of income tax expense are:

**Current income tax**

- For the year
- Adjustments for prior periods

For the year ended	
March 31, 2020	March 31, 2019
25,400	21,586
(2,974)	(136)
<b>22,426</b>	<b>21,450</b>

**Deferred tax**

- Origination and reversal of temporary differences
- Effect of change in tax rate (refer note 34)
- Adjustments for prior period

For the year ended	
March 31, 2020	March 31, 2019
(181,216)	(27,922)
93,420	-
(17,959)	(25,660)
<b>(105,755)</b>	<b>(53,582)</b>

**Income tax credit**

<b>(83,329)</b>	<b>(32,132)</b>
-----------------	-----------------

**Consolidated statement of other comprehensive income**

- Deferred tax on fair value changes of financial assets of FVTOCI
- Net gains on net investment hedge
- Re-measurement losses on defined benefit plans

**Deferred tax charge recorded in other comprehensive income**

13	3
2,870	5,425
(41)	(62)
<b>2,842</b>	<b>5,366</b>

The reconciliation between the amount computed by applying the statutory income tax rate to the profit before tax and income tax charge is summarized below:-

	For the year ended	
	March 31, 2020	March 31, 2019
Loss before tax	(546,324)	(21,533)
Enacted tax rates in India	34.94%	34.94%
Tax expense @ company's domestic tax rate of 34.944%	<b>(190,907)</b>	<b>(7,524)</b>
<b>Effect of:</b>		
Share of profits in associates and joint ventures	(1,639)	(1,245)

**BHARTI TELECOM LIMITED**

Consolidated Notes to Account for the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Tax holiday	516	264
Adjustment in respect of MAT credit recoverability (refer note 34)	12,357	-
Adjustments in respect of previous years	(978)	(25,795)
Effect of changes in tax rate	47,989	-
Additional tax / tax for which no credit is allowed	476	3,141
Difference in tax rate applicable to group companies	66,609	(1,589)
Items subject to different tax rate	(43)	(30)
Income (net) not taxable / deductible	(3,960)	503
Tax on undistributed retained earnings	6,891	2,286
Items for which no deferred tax asset was recognized	2,145	(24)
Settlement of various disputes	233	(2,229)
Deferred tax recognised on losses and deductible temporary differences pertaining to business combination	502	-
Tax on common control transactions	(4,037)	-
Adjustment related to previous years related to VsV	(20,272)	-
Others	789	110
<b>Income tax credit</b>	<b>(83,329)</b>	<b>(32,132)</b>

The analysis of deferred tax assets and liabilities is as follows:

**Deferred tax assets (net)**

	As of	
	March 31, 2020	March 31, 2019
<b>a) Deferred tax liability due to</b>		
Depreciation / amortization on property, plant and equipment / intangible assets / ROU/interest on lease liabilities	(27,900)	(89,029)
<b>b) Deferred tax asset arising out of</b>		
Provision for impairment of debtors / advances	10,673	13,023
Carry forward losses	238,574	90,952
Unearned income	171	559
Employee benefits	1,047	1,311
Minimum alternate tax ("MAT") credit	8	60,463
Lease rent equalisation	-	6,893
Fair valuation of financial instruments and exchange differences	1,105	3,068
Fair valuation of compulsory convertible debenture	(1,293)	-
Government grant	814	-
Rates and taxes	4,379	1,511
Others	1,201	628
	<b>228,779</b>	<b>89,379</b>

**Deferred tax liabilities (net)**

	As of	
	March 31, 2020	March 31, 2019
<b>a) Deferred tax liability due to</b>		
Revenue equalisation (net)	1,542	2,804
Fair valuation of financial instruments and exchange differences	701	138
Depreciation / amortization on property, plant and equipment / intangible assets / ROU / interest on lease liabilities	3,919	5,940
Undistributed retained earnings	9,945	3,367
Others	394	345
<b>b) Deferred tax asset arising out of</b>		
Allowance for impairment of debtors / advances	(762)	(828)
Carry forward losses	(254)	(250)
Unearned income	9	8
Employee benefits	(187)	(225)
	<b>15,307</b>	<b>11,299</b>

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

	For the year ended	
	March 31, 2020	March 31, 2019
<b>Deferred tax income</b>		
Allowance for impairment of debtors / advances	(2,361)	(4,437)
Carry forward losses	146,849	61,811
Unearned income	(272)	(43)
Employee benefits	(378)	47
Minimum tax credit	(60,428)	3,150
Lease rent equalisation (net)	1,258	653
Fair valuation of financial instruments and exchange differences	(4,936)	(14,272)
Fair valuation of compulsory convertible bonds (FCCB)	610	-
Rates and taxes	2,871	(955)
Depreciation / amortization on property, plant and equipment / intangible assets / ROU / interest on lease liabilities	27,985	6,039
Government grant	815	-
Undistributed retained earnings	(6,409)	201
Others	151	1,388
<b>Net deferred tax income</b>	<b>105,755</b>	<b>53,582</b>

The movement in deferred tax assets and liabilities during the year is as follows:

	As of	
	March 31, 2020	March 31, 2019
<b>Opening balance</b>	<b>78,080</b>	<b>18,724</b>
Tax expense recognised in statement of profit or loss	105,755	53,582
Tax expenses recognised in equity on FCCBs	(1,903)	-
Tax income during the period recognised in equity under Ind AS 116	13,039	-
Tax arising on business combination	15,500	3,717
Tax income/ (expense) recognized in OCI:		
- on net investments hedge	2,870	5,425
- on fair value changes of financial assets of FVTOCI	19	3
- on fair value through OCI investments	(41)	(62)
Exchange differences and others	(3,877)	(3,309)
Current Tax reclass to Deferred Tax Asset		
Tax recognised under common control transaction in equity	4,030	-
<b>Closing balance</b>	<b>213,472</b>	<b>78,080</b>

Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the deductible temporary differences and carry forward tax losses / credits (including capital losses) can be utilised. Accordingly, the Group has not recognised deferred tax assets in respect of deductible temporary differences and carry forward tax losses (including capital losses) of Rs 636,739 and Rs 509,317 as of March 31, 2020 and March 31, 2019 respectively, as it is not probable that relevant taxable profits will be available in future. The applicable tax rates for the same vary from 3% to 45%, depending on the tax jurisdiction in which the respective group entity operates. Of the above balance as of March 31, 2020 and March 31, 2019, Rs. 154,605 and Rs. 57,130 respectively have an indefinite carry forward period and the balance amount expires, if unutilised, as follows:

Particulars	As of	
	March 31, 2020	March 31, 2019
<b>Net deferred tax assets/(liabilities)</b>		
Reflected in the statement of financial position as follows:		
Deferred tax assets	228,779	89,379
Deferred tax liabilities	(15,307)	(11,299)
<b>Deferred tax assets (net)</b>	<b>213,472</b>	<b>78,080</b>
Expiry date	As of	
	March 31, 2020	March 31, 2019
Within five years	387,510	86,864
Above five years	94,624	365,323
Unlimited	154,605	57,130
	<b>636,739</b>	<b>509,317</b>

**BHARTI TELECOM LIMITED****Consolidated Notes to Account for the year ended March 31, 2020****(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)**

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Moreover, deferred tax liability has not been recognised in respect of temporary differences pertaining to the investment in its certain subsidiaries, as where Group is in a position to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. The temporary differences associated with respect to such investment in subsidiaries are represented by their retained earnings and other reserves (on the basis of their standalone financial statements), aggregating Rs. 86,245 and Rs. 111,421 as of March 31, 2020 and March 31, 2019 respectively. In case of distribution of the same as dividend, it is expected to attract tax in the range of Nil to 20% (except for companies incorporated in India wherein with effect from April 1, 2020, dividend distribution does not attract tax deduction at source) depending on the tax rates applicable as of March 31, 2020 in the relevant jurisdiction.

**Factors affecting the tax charge in future years**

a) The group's future tax charge and effective tax rate, could be affected by the following factors:

- Change in income tax rate in any of the jurisdictions in which group operates
- Overall profit mix between profit and loss making entities
- Withholding tax on distributed and undistributed retained earnings of subsidiaries
- Recognition of deferred tax assets in any of the group entities meeting the criteria

b) The group is routinely subject to audit by tax authorities in the jurisdictions in which the group entities operate. The group recognises tax provisions based on reasonable estimates for those matters where tax determination is uncertain but it is considered probable that there will be a future outflow of funds to tax authorities. The amount of such provisions are based on various factors, such as experience of previous tax audits and different interpretations of tax regulations by the tax authority in jurisdictions in which the Group operates; the amount ultimately paid in these kind of uncertain tax cases may differ materially and could therefore affect the group's overall profitability and cash flows in future.

c) The tax impact of a transaction disclosed as contingent liability can also be uncertain until a conclusion is reached with the relevant tax authority or through a legal process. Refer note 25 for details of the contingencies pertaining to income tax.

\* This space is intentionally left blank.\*



**BHARTI TELECOM LIMITED**

Consolidated Notes to Account for the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**14 Property, plant and equipment ('PPE')**

The following table presents the reconciliation of changes in the carrying value of PPE for the year ended March 31, 2020 and 2019:

	Land	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Leasehold improvement	Computers and servers	Total
<b>Gross carrying value</b>									
<b>As of April 1, 2018</b>	<b>4,212</b>	<b>10,157</b>	<b>1,458,452</b>	<b>2,997</b>	<b>2,282</b>	<b>7,510</b>	<b>9,010</b>	<b>78,337</b>	<b>1,572,957</b>
Additions	211	2	251,349	571	24	1,111	849	5,988	260,105
Acquisition through business combinations*	-	-	4,450	27	-	5	-	82	4,564
Disposals / adjustments	87	(53)	(6,091)	(130)	(146)	(585)	(24)	(1,933)	(8,875)
Sale of subsidiaries^	-	-	-	(1)	-	(17)	(4)	(153)	(175)
Exchange differences	3	(74)	(5,719)	(316)	51	50	8	491	(5,506)
<b>As of March 31, 2019</b>	<b>4,513</b>	<b>10,032</b>	<b>1,702,441</b>	<b>3,148</b>	<b>2,211</b>	<b>8,074</b>	<b>9,839</b>	<b>82,812</b>	<b>1,823,070</b>
<b>Balance as of April 1, 2019</b>	<b>4,513</b>	<b>10,032</b>	<b>1,702,441</b>	<b>3,148</b>	<b>2,211</b>	<b>8,074</b>	<b>9,839</b>	<b>82,812</b>	<b>1,823,070</b>
Transition impact on adoption of Ind AS 116\$	(1,125)	-	(37,242)	-	-	-	-	-	(38,367)
Adjusted balance as of April 1, 2019	<b>3,388</b>	<b>10,032</b>	<b>1,665,199</b>	<b>3,148</b>	<b>2,211</b>	<b>8,074</b>	<b>9,839</b>	<b>82,812</b>	<b>1,784,703</b>
Additions	16	1,239	241,735	980	10	1,100	659	5,906	251,645
Acquisition through business combinations*	2,630	235	478	-	-	-	-	-	3,343
Disposals / adjustments	(282)	(571)	(15,329)	(231)	(263)	(44)	(33)	(635)	(17,388)
Exchange differences	91	(14)	1,760	(65)	215	-	190	1,852	4,029
<b>As of March 31, 2020</b>	<b>5,843</b>	<b>10,921</b>	<b>1,893,843</b>	<b>3,832</b>	<b>2,173</b>	<b>9,130</b>	<b>10,655</b>	<b>89,935</b>	<b>2,026,332</b>
<b>Accumulated depreciation</b>									
<b>As of April 1, 2018</b>	<b>124</b>	<b>3,780</b>	<b>777,406</b>	<b>2,656</b>	<b>2,030</b>	<b>5,390</b>	<b>7,308</b>	<b>68,184</b>	<b>866,878</b>
Charge	19	548	146,611	410	112	923	490	5,799	154,912
Disposal/ adjustments	-	-	-	-	-	(10)	(4)	(61)	(75)
Sale of subsidiaries^	84	(19)	(4,357)	(118)	(134)	(577)	(13)	(1,669)	(6,803)
Exchange differences	2	(47)	(7,211)	(288)	46	49	5	374	(7,070)
<b>As of March 31, 2019</b>	<b>229</b>	<b>4,262</b>	<b>912,449</b>	<b>2,660</b>	<b>2,054</b>	<b>5,775</b>	<b>7,786</b>	<b>72,627</b>	<b>1,007,842</b>
<b>Balance as of April 1, 2019</b>	<b>229</b>	<b>4,262</b>	<b>912,449</b>	<b>2,660</b>	<b>2,054</b>	<b>5,775</b>	<b>7,786</b>	<b>72,627</b>	<b>1,007,842</b>
Transition impact on adoption of Ind AS 116\$	(176)	-	(21,479)	-	-	-	-	-	(21,655)
Adjusted balance as on April 1, 2019	<b>53</b>	<b>4,262</b>	<b>890,970</b>	<b>2,660</b>	<b>2,054</b>	<b>5,775</b>	<b>7,786</b>	<b>72,627</b>	<b>986,187</b>
Charge#	-	479	170,624	435	72	1,248	513	5,936	179,307
Disposal/ adjustments	(81)	(399)	(13,888)	(203)	(250)	(44)	(33)	(154)	(15,052)
Exchange differences	28	(7)	(3,626)	49	103	(236)	189	1,817	(1,683)
<b>As of March 31, 2020</b>	<b>-</b>	<b>4,335</b>	<b>1,044,080</b>	<b>2,941</b>	<b>1,979</b>	<b>6,743</b>	<b>8,455</b>	<b>80,226</b>	<b>1,148,759</b>
<b>Net carrying value</b>									
<b>As of March 31, 2019</b>	<b>4,284</b>	<b>5,770</b>	<b>789,992</b>	<b>488</b>	<b>157</b>	<b>2,299</b>	<b>2,053</b>	<b>10,185</b>	<b>815,228</b>
<b>As of March 31, 2020</b>	<b>5,843</b>	<b>6,586</b>	<b>849,763</b>	<b>891</b>	<b>194</b>	<b>2,387</b>	<b>2,200</b>	<b>9,709</b>	<b>877,573</b>

# It includes Rs. 13,591 (March 31 2019 Rs. 5,861) on account of exceptional item with respect to plant and equipment (refer note 34 (i) (b) and 34 (ii) (a)) and Rs. 440 (March 31 2019 Rs. 419) on account of court approved scheme/arrangements.

\* Refer note 5 (c), (n) & (u)

\$ Refer note 2.1 and note 37.

^ Refer note 5 (q)

The Group has capitalised borrowing cost of Rs. 2,978 and Rs. 930 during the year ended March 31, 2020 and 2019 respectively. The rate used to determine the amount of borrowing costs eligible for capitalisation was 9.35% for year ended March 31, 2020 and 8.03% for year ended March 31, 2019, which is the weighted average interest rate applicable to the group's general borrowings.

The carrying value of CWIP as at March 31, 2020 and March 31 2019 is Rs. 39,972 and Rs. 88,433 respectively, which mainly pertains to plant and equipment.

For details towards pledge of the above assets refer note 19.

**Change in useful life**

i) During the year ended March 31, 2020, the Group has reassessed useful life of customer premise equipment (Digital TV services business) based on internal assessment and technical evaluation, and accordingly has revised the estimate of its useful life from 5 years to 7 years in respect of those assets. The impact of above change on the depreciation charge for the current and future years are as follows:

	For the year ended		For the year ending		Future period till the life end
Impact on depreciation charge	March 31, 2020	March 31, 2021	March 31, 2022	March 31, 2023	
	(2,188)	(1,436)	(258)	753	3,129

ii) During the year ended March 31, 2020, the Group has reassessed useful life of certain categories of network assets due to technological developments and accordingly has revised the estimate of its useful life in respect of those assets. The impact of above change on the depreciation charge for the current and future years are as follows:

	For the year ended		For the year ending		Future period till the life end
Impact on depreciation charge	March 31, 2020	March 31, 2021	March 31, 2022	March 31, 2023	
	11,524	(2,419)	(2,180)	(1,808)	(5,117)

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**15 Intangible assets**

The following table presents the reconciliation of changes in the carrying value of goodwill and other intangible assets for the year ended March 31, 2020 and 2019:

Particulars	Goodwill#	Other intangible assets				Total
		Software	Bandwidth	Licenses (including spectrum)	Other acquired intangibles	
<b>Gross carrying value</b>						
<b>As of April 1, 2018</b>	<b>330,710</b>	<b>21,481</b>	<b>30,637</b>	<b>979,403</b>	<b>10,128</b>	<b>1,041,649</b>
Additions	-	2,740	18,269	47,713	-	68,722
Acquisition through business combinations*	436	1	-	15,691	831	16,523
Disposals / adjustments@	-	(1)	319	326	(23)	621
Sale of subsidiaries^	(3)	(194)	-	-	-	(194)
Exchange differences	4,056	20	1,252	133	53	1,458
<b>As of March 31, 2019</b>	<b>335,199</b>	<b>24,047</b>	<b>50,477</b>	<b>1,043,266</b>	<b>10,989</b>	<b>1,128,779</b>
<b>Balance as of April 1, 2019</b>	<b>335,199</b>	<b>24,047</b>	<b>50,477</b>	<b>1,043,266</b>	<b>10,989</b>	<b>1,128,779</b>
Transition impact on adoption of Ind AS 116\$	-	-	(50,477)	-	-	(50,477)
Adjusted balance as on April 1, 2019	<b>335,199</b>	<b>24,047</b>	<b>-</b>	<b>1,043,266</b>	<b>10,989</b>	<b>1,078,302</b>
Additions	-	3,465	-	14,685	91	18,241
Acquisition through business combinations*	-	-	-	32,890	1,011	33,901
Disposals / adjustments@	-	41	-	(9,815)	-	(9,774)
Exchange differences	13,630	33	-	963	110	1,106
<b>As of March 31, 2020</b>	<b>348,829</b>	<b>27,586</b>	<b>-</b>	<b>1,081,989</b>	<b>12,201</b>	<b>1,121,776</b>
<b>Accumulated amortisation</b>						
<b>As of April 1, 2018</b>	<b>-</b>	<b>16,657</b>	<b>8,359</b>	<b>172,211</b>	<b>6,567</b>	<b>203,794</b>
Charge	-	2,525	2,799	57,515	2,004	64,843
Disposal/adjustments @	-	(1)	104	12	(22)	93
Sale of subsidiaries^	-	(75)	-	-	-	(75)
Exchange differences	-	20	178	(644)	45	(401)
<b>As of March 31, 2019</b>	<b>-</b>	<b>19,126</b>	<b>11,440</b>	<b>229,094</b>	<b>8,594</b>	<b>268,254</b>
<b>Balance as of April 1, 2019</b>	<b>-</b>	<b>19,126</b>	<b>11,440</b>	<b>229,094</b>	<b>8,594</b>	<b>268,254</b>
Transition impact on adoption of Ind AS 116\$	-	-	(11,440)	-	-	(11,440)
Adjusted balance as on April 1, 2019	<b>-</b>	<b>19,126</b>	<b>-</b>	<b>229,094</b>	<b>8,594</b>	<b>256,814</b>
Charge	-	3,143	-	61,330	1,441	65,914
Disposal/adjustments @	-	-	-	(10,099)	-	(10,099)
Exchange differences	-	33	-	(786)	159	(594)
<b>As of March 31, 2020</b>	<b>-</b>	<b>22,302</b>	<b>-</b>	<b>279,539</b>	<b>10,194</b>	<b>312,035</b>
<b>Net carrying Value</b>						
<b>As of March 31, 2019</b>	<b>332,562</b>	<b>4,921</b>	<b>39,037</b>	<b>814,172</b>	<b>2,395</b>	<b>860,525</b>
<b>As of March 31, 2020</b>	<b>346,192</b>	<b>5,284</b>	<b>-</b>	<b>802,450</b>	<b>2,007</b>	<b>809,741</b>

\* Refer note 5 (c) , (n) & (u)

\$ Refer note 2.1 and note 37.

^ Refer note 5 (q)

#Net carrying value of goodwill includes accumulated impairment of Rs. 2,637.

@Mainly pertains to gross block and accumulated amortization of license (including spectrum) and software whose useful life has expired.

The carrying value of Intangible assets under development as at March 31, 2020 and March 31, 2019 is Rs. 2,851 and Rs. 7,909 respectively, which pertains to spectrum and software/IT Platform.

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During the year ended March 31, 2020 and 2019 the Group has capitalised borrowing cost of Nil and Rs. 178 respectively. The rate used to determine the amount of borrowing costs eligible for capitalisation was Nil for year ended March 31, 2020 and 9.3% for year ended March 31, 2019, which is the weighted average interest rate applicable to the group's specific borrowings.

Weighted average remaining amortization period of licenses as of March 31, 2020 and March 31, 2019 is 13.99 years and 15.01 years respectively.

For details towards pledge of the above assets refer note 19.

**Impairment review-Goodwill**

The carrying value of Group's goodwill has been allocated to the following six group of CGUs, whereby Nigeria, East Africa and Francophone Africa (previously referred to as Rest of Africa) group of CGUs pertain to Airtel Africa plc. (Airtel Africa) operations.

	As of	
	March 31, 2020	March 31, 2019
Mobile service Africa- Nigeria	103,977	-
Mobile service Africa- East Africa	140,535	-
Mobile service Africa- Francophone Africa	54,259	-
Mobile service Africa	298,771	285,327
Mobile service India	40,413	40,413
Airtel Business	6,664	6,478
Home services	344	344
	346,192	332,562

The Group tests goodwill for impairment annually on 31 December. The recoverable amounts of the above group of CGUs are based on value-in-use, which are determined based on ten-year business plans that have been approved by management for internal purposes. The said planning horizon reflects the assumptions for short-to-mid term market developments. The Group mainly operates in emerging markets and in such markets, the plans for the short term is not indicative of the long-term future prospects and performance. Considering this and the consistent use of such robust ten-year information for management reporting purposes, the Group uses ten-year plans for the purpose of impairment testing. Management believes that this planning horizon reflects the assumptions for medium to long term market developments and better reflects the expected performance in the markets in which the Group operates.

The cash flows beyond the planning period are extrapolated using appropriate long term terminal growth rates. The long term terminal growth rates used do not exceed the long-term average growth rates of the respective industry and country in which the entity operates and are consistent with internal/external sources of information.

**Details of impairment testing for the Group are as follows:**

**A. Impairment review of goodwill pertaining to Airtel Africa operations**

During March 2019, after the annual impairment testing in December 2018 considering Africa as one group of CGU, due to revision in organisational structure of Mobile Services Africa segment, goodwill was re-allocated to three clusters (namely Nigeria, East Africa and Francophone Africa) based on implicit goodwill approach as an alternative to the relative fair value method.

For the year ended March 31, 2020, the annual impairment testing was carried out in December 2019. The discount rates and long term growth rates applied in performing the impairment assessment at December 31, 2019 were as follows:

Assumptions	Nigeria	East Africa	Francophone Africa
Pre tax discount rate	23.0%	15.3%	14.3%
Long term growth rate	2.6%	5.1%	3.8%

At December 31, 2019, the impairment testing did not result in any impairment in the carrying amount of goodwill in any group of CGUs.

The discount rate and long term growth rate applied in performing the impairment assessment at December 31, 2018 were as follows:

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<b>Assumptions</b>	<b>Mobile services-Africa</b>
Pre tax discount rate	24.15%
Long term growth rate	4.0%

In case of Mobile Services - Africa CGU group, the recoverable amount exceeds the carrying amount by Rs. 153,714 (39.39%) as of December 31, 2018. An increase of 5.67% in pre-tax discount rate shall equate the recoverable amount with the carrying amount of the Mobile Services- Africa CGU group as of December 31, 2018. Further, no reasonably possible change in the terminal growth rate beyond the planning horizon would cause the carrying amount to exceed the recoverable amount.

Following the outbreak of the COVID-19 pandemic, the Group's impairment tests and sensitivity analysis were updated at March 31, 2020 for current devaluations in certain countries, in particular Nigeria and Zambia, the potential impact of COVID-19 on the Group and the impact on the discount rates used. The key assumptions in performing the December 31, 2019 and the March 31, 2020 impairment assessments were as follows:

<b>Assumptions</b>	<b>Basis of Assumptions</b>
Discount rate	Discount rate reflects the market assessment of the risks specific to a CGU and estimated based on the weighted average cost of capital for respective CGUs.
Capital expenditures	The cash flow forecasts of capital expenditure are based on past experience after considering the additional capital expenditure required to meet coverage and capacity requirements relative to voice, data and mobile money services and facilitate continued revenue and EBITDA growth.
Earning before interest, taxes, depreciation and amortisation ('EBITDA') Margins	The margins have been estimated based on past experience after considering incremental revenue arising out of voice, data service and mobile money services from the existing and new costumers. Margins will be positively impacted from the increased flow through of revenues, efficiencies and cost optimisation/ other initiatives driven by the company ; whereas, factors like higher churn, increased volume based cost of operations may impact the margins negatively. EBITDA incorporates the potential impact of Covid-19 on the group cash flows.
Growth rates	The growth rates used are in line with the long-term average growth rates of the respective industry and country in which the entity operates and are consistent with the internal / external sources of information.

Details around the capital expenditure and growth rates used within the value in use calculations at March 31, 2020 are as follows:

<b>Assumptions</b>	<b>Nigeria</b>	<b>East Africa</b>	<b>Francophone Africa</b>
Capital expenditure <sup>(1)</sup>	10%-20%	7.5%-17.5%	6%-15%
Long term growth rate	2.60%	5.10%	3.80%

(1) Capital expenditure is expressed as a percentage of revenue over the plan period.

**Discount rate**

A critical assumption in the impairment assessment is the discount rate. The Group estimates the discount rate for each group of CGUs based on the weighted average cost of capital for each group of CGUs plus additional risk premiums, if required. Key inputs into the weighted average cost of capital calculation include risk free rates, equity risk premiums, country inflation and country risk premiums. Following the outbreak of COVID-19, there was significant volatility within the financial markets over mid and late March 2020. This led to a significant increase in equity and country risk premiums, with the increase in country risk premiums derived from an increase in observed sovereign credit default swap rates across all jurisdictions. Subsequent to April 1, 2020, these rates have reduced, albeit still not back to the levels pre March 2020. This volatility has led to greater complexity in determining the appropriate discount rate for the March 31, 2020 impairment assessment.

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The Group has analysed the level of volatility within country risk premiums by reference to credit default swap rates in the period between December 31, 2019 and March 31, 2020, and the reduction in these rates since that date. The Group has concluded that in determining the discount rate at March 31, 2020, using spot country risk premiums would not give a discount rate that a market participant would expect at the balance sheet date in determining the present value of cash flows over the ten year business plan. Consequently, given this volatility, to determine an appropriate discount rate for the purpose of the March 31, 2020 impairment assessment, consideration has been given to average country risk premiums at December 2019, March 2020 and subsequent to March 2020, which in the group's view, better reflects the risks associated with cash flows over ten years and beyond. The rates adopted by management in the March 31, 2020 impairment assessment, taking into account these average country risk premiums, were as follows:

<b>Assumptions</b>	<b>Nigeria</b>	<b>East Africa</b>	<b>Francophone Africa</b>
Pre tax discount rate	24.5%	17.1%	16.4%

The results of the impairment tests using these rates show that the recoverable amount exceeds the carrying amount by USD 383 Mn (Rs. 28,966) for Nigeria (16%), USD 669 Mn (Rs. 50,596) for East Africa (22%) and USD 714 Mn (Rs. 54,000) for Francophone Africa (46%), as disclosed in the consolidated financial statements of Airtel Africa plc for the year ended March 31, 2020. The Group therefore concluded that no impairment was required to the goodwill held against each groups of CGUs.

**Reasonably possible change in discount rate and other assumptions****• Discount rate**

As previously noted, the impairment assessment is sensitive to a change in discount rates. The table below sets out the March 2020 discount rate for spot country risk premiums and the breakeven discount rate for each group of CGUs.

<b>Reasonably possible change in discount rate assumptions</b>	<b>Nigeria</b>	<b>East Africa</b>	<b>Francophone Africa</b>
Pre tax discount rate - spot currency risk premiums	26.8%	20.0%	19.4%
Pre tax discount rate - break even	27.3%	19.6%	21.7%

Given the volatility within financial markets, there is a risk that a prolonged pandemic could lead to increased credit default rates and other inputs into determining the discount rate over a prolonged period. This could lead to discount rates moving higher than the levels seen in March 2020, thus giving rise to a possible impairment in future periods (up to USD 100 Mn (Rs. 7,568) at the above March 2020 rates). There is also a risk that COVID-19 could lead to a decrease in future revenue growth should the impact of COVID-19 extend further into 2021 and 2022.

**• Other assumptions**

The below table, presents the increase in isolation in capital expenditure which will result in equating the recoverable amount with the carrying amount of the group of CGU's:

<b>Assumptions</b>	<b>Nigeria</b>	<b>East Africa</b>	<b>Francophone Africa</b>
Capital expenditure	3.8%	6.2%	8.8%

No reasonably possible change in the terminal growth rate would cause the carrying amount to exceed the recoverable amount.

**B. Impairment review of goodwill pertaining operations other than Airtel Africa**

The testing carried out during December 2019, did not result in any impairment in the carrying amount of goodwill. As part of such testing, the key assumptions used in value-in-use calculations are as follows:

**EBITDA margins:** The margins have been estimated based on past experience after considering incremental revenue arising out of adoption of valued added and data services from the existing and new customers, though these benefits are partially offset by decline in tariffs in competitive scenario. Margins will be positively impacted from the efficiencies and cost rationalization / others initiatives driven by the Company; whereas, factors like higher churn, increased cost of operations may impact the margins negatively.

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**Discount rate:** Discount rate reflects the current market assessment of the risks specific to a CGU or group of CGUs and estimated based on the weighted average cost of capital for respective CGU / group of CGUs. Pre-tax discount rates used are 13.40% for the year ended March 31, 2020 and 13.39% for the year ended March 31, 2019.

**Growth rates:** The growth rates used are in line with the long-term average growth rates of the respective industry and country in which the entity operates and are consistent with the internal / external sources of information. The average growth rate is 3.5% for March 31, 2020 and 3.5% for March 31, 2019.

**Capital expenditures:** The cash flow forecasts of capital expenditure are based on past experience after considering the additional capital expenditure required for roll out of incremental coverage requirements and to provide enhanced voice and data services.

**Sensitivity to changes in assumptions**

With regard to the assessment of value-in-use for Homes Services and Airtel Business, no reasonably possible change in any of the above key assumptions would have caused the carrying amount of these units to exceed their recoverable amount.

In case of Mobile Services- India CGU group, the recoverable amount exceeds the carrying amount by Rs. 787,359 (48.48%) as of December 31, 2019 and Rs. 338,681 (22.99%) as of December 31, 2018. An increase of 4.67% (December 31, 2018: 1.76%) in pre-tax discount rate shall equate the recoverable amount with the carrying amount of the Mobile Services - India CGU group as of December 31, 2019. Further, no reasonably possible change in the terminal growth rate beyond the planning horizon would cause the carrying amount to exceed the recoverable amount.

Following the outbreak of covid-19 pandemic, management performed sensitivity analysis for the potential impact of covid-19 on the recoverable value including the impact of rate of discount rates used. Management has concluded that none of these sensitivities resulted in impairment of group of CGUs.

**16 Other assets**

	March 31, 2020	March 31, 2019
Advances (net)#		
Capital advances	23,737	34,202
Advances to suppliers (net) @	207	939
Prepaid expenses	6,725	20,436
Taxes recoverable**	35,698	10,284
Deposit with government authorities^	149,174	127,341
Cost to obtain a contract with the customer (refer note 26)	50,000	-
Revenue equalisation	12,259	-
Others*	3,460	3,067
	1,805	12,354
	<b>283,065</b>	<b>208,623</b>

#Advances (net) represent payments made to various government authorities under protest and are disclosed net of allowance.

@Advance to suppliers are disclosed net of allowance of Rs. 3,304 and Rs. 2,866 as of March 31, 2020 and March 31, 2019 respectively.

^It represents deposits made with DOT towards the AGR matter (refer note 5(a)).

\*It mainly includes employee and other advances which principally consist of advances given for business purpose.

\*\*Taxes recoverable primarily include goods and service tax and customs duty.

- i) total outstanding dues of micro enterprise & small enterprises
- ii) total outstanding dues of creditors other than micro enterprises & small enterprises

The following details relating to Micro, Small and Medium Enterprises shall be disclosed:

Debt securities

The following debentures of the company are listed on National Stock Exchange (NSE).

@It includes impact of fair value hedge refers note 39(ii). During the year ended March 31, 2020, Airtel Africa Limited made payment of non-convertible bonds of CHF 350 Mn (Rs. 26,486) at maturity.

## 19 Borrowings

A

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<b>Unsecured</b>		
Bank overdraft	27,018	23,124
Term loans#	348,638	380,621
Deferred payment liabilities**	458,892	466,191
Commercial paper*#	27,844	99,989
Liability component of foreign currency convertible bond^	69,856	-
Interest accrued but not due	(27,460)	(29,819)
	<b>B</b>	<b>904,788</b>
	<b>A+B</b>	<b>940,106</b>
<b>Total Borrowing</b>	<b>905,068</b>	<b>943,177</b>
<b>Borrowing in India</b>	<b>739,472</b>	<b>721,961</b>
<b>Borrowing outside India</b>	<b>165,595</b>	<b>221,216</b>
	<b>905,067</b>	<b>943,177</b>

#It includes re-borrowable term loans of Rs 511 and Rs. 3,847 as of March 31, 2020 and March 31, 2019 which have daily prepayment flexibility.

\*These loans are secured by hypothecation of the vehicles.

\*\* During the year ended March 31, 2018, the Government of India had provided one time option to elect higher number of annual instalments prospectively (upto a maximum of 16 instalments) towards the repayment of spectrum liability vis-a-vis earlier allowed 10 instalments. Accordingly, Bharti Airtel Limited had then exercised the option to increase the remaining number of instalments by 6 annual instalments, for all its existing deferred payment liabilities. Further, during the year ended March 31, 2020, the Government of India deferred the payment of the annual instalments due for year 2020-21 and 2021-22 and revised the remaining instalment amount. The revised instalments amount are based on deferred instalment amount are to be equally spread over the remaining instalment to be paid, without any increase in the existing time period specified for making the instalment payment.

#Terms Loan of Rs. 10,000 will mature on February 28, 2021, term loan of Rs. 1,000 will mature on March 19, 2021, both term loan has been secured by way of lien in favor of bank in form of Fixed Deposits amounting to Rs. 1,252 (March 31, 2019 - Rs. 1,171). and short term loan of Rs. 200 will mature on June 23, 2020.

\*#The above outstanding figures for Commercial Papers are unsecured and net of unamortised discount. Commercial Paper of Rs.500, listed on March 26, 2020, will mature on June19, 2020 , commercial paper of Rs. 2,000 listed on March 11, 2020, will mature on September 09, 2020 and commercial paper of Rs. 250, listed on March 26 , 2020, will mature on September 24, 2020.

^During the year ended March 31, 2020, Bharti Airtel Limited has issued 1.50% Foreign Currency Convertible Bonds ("FCCBs") of USD 1,000 Mn (Rs. 71,017) at par, convertible into ordinary shares of the Company at an initial conversion price of INR 534 per share at any time on or after February 27, 2020 and up to the close of business on February 7, 2025, at the option of the FCCB holders. FCCBs, which are not converted to ordinary shares during such specified period, are redeemable at 102.66% of their principal amount on February 17, 2025.

The details of this FCCB issuance is as follows :

	<b>March 31, 2020</b>
Face value of bond issued	71,017
Equity component of convertible bonds - value of conversion rights (1)	(5,488)
Transaction cost	(491)
	<b>65,038</b>
Interest accrued but not due (2)	552
Foreign exchange difference	4,266
<b>Borrowing non-current</b>	<b>69,856</b>

(1) The equity component of convertible bonds has been presented in 'Other Equity' net of deferred tax of Rs 1,903 (refer note 25).

(2) ) Interest is calculated by applying effective interest rate of 3.9% to the liability component.

There was no default in repayment of borrowings or interest to bank during the year ended March 31, 2020.

#### 19.1 Analysis of Debt securities/Borrowing

The details given below are gross of debt origination cost and fair valuation adjustments with respect to the hedged risk.

##### 19.1.2. Repayment terms of Debt securities/Borrowing

The table below summarizes the maturity profile of the group's borrowings/debts:

<b>As of March 31, 2020</b>							
	<b>Interest rate (range)</b>	<b>Frequency of installments</b>	<b>Number of instalments outstanding per facility (range)*</b>	<b>Within one year</b>	<b>Between one and two years</b>	<b>Between two and five years</b>	<b>Over five years</b>
Non convertible debentures	8.25% - 9.85%	One time	1	70,100	27,500	-	-
Non convertible bonds	3.4% - 5.4%	One time	1	-	62,420	113,902	75,372
Term loans	6% - 15%	Monthly	1 - 16	27,784	199	252	-
	4.2% - 9%	Quarterly	2-12	12,410	15,667	9,552	-
	7.8% - 9.2%	Half-yearly	3 - 6	9,719	46,300	45,653	1,090
	1.9% -12.9%	One time	1	159,301	9,152	10,204	-
Liability component of FCCB	1.5%	One time	1	-	-	77,688	-
Vehicle loans	8% - 9.5%	Monthly	4 - 6	1	-	-	-
Commercial papers	6.3%-7.7%	One time	1	27,965	-	-	-
Deferred payment liabilities	9.3%-10%	Annual	2 - 10	-	-	22,308	411,185
Bank overdraft	4.3% - 20.8%	Payable on demand	NA	27,298	-	-	-
				<b>334,578</b>	<b>161,238</b>	<b>279,559</b>	<b>487,647</b>
<b>As of March 31, 2019</b>							
	<b>Interest rate (range)</b>	<b>Frequency of installments</b>	<b>Number of instalments outstanding per facility (range)*</b>	<b>Within one year</b>	<b>Between one and two years</b>	<b>Between two and five years</b>	<b>Over five years</b>
Non convertible debentures	8.25% - 8.60%	One time	1	15,000	26,600	15,000	-
Non convertible bonds	3.00% - 5.35%	One time	1	24,282	-	162,059	68,832



Term loans	15%	Monthly	60	66	77	316	-
	8.40% ^	One time	1	-	11,000	-	-
	6.13% - 8.40%	Quarterly	1 - 13	8,556	6,289	9,335	-
	0.75% - 4.00%	Half yearly	3 - 9	1,426	1,426	8,265	2,350
	0.45% - 5.41%	One time	1	40,527	77,120	14,765	-
	10.62% - 14.51%	Quarterly	6 - 12	1,465	44	1,139	-
	5.37% - 8.80%	Half yearly	1 - 9	4,661	16,913	4,975	-
	8.55% - 8.65%	Annual	1	880	-	3,847	-
	7.95% - 9.70%	One time	1	162,458	-	-	-
Vehicle loans	7.95% - 9.50%	Monthly	3 - 22	8	3	-	-
Commercial papers	7.70% - 8.50%	One time	1	100,108	-	-	-
Deferred payment liabilities	9.30% - 10.00%	Annual	12 - 16	15,244	16,750	60,851	348,007
Bank overdraft	4.22% - 12.30%	Payable on demand	NA	23,159	-	-	-
	15.75% - 21.00%	Payable on demand	NA	1,643	-	-	-
				<b>399,483</b>	<b>156,222</b>	<b>280,552</b>	<b>419,189</b>

\*The instalments amount due are equal / equated per se.

^ Interest is based on 6 months Marginal Cost of Fund based Lending Rate (MCLR).

#### 19.1.3. Interest rate and currency of Debt securities/Borrowing

##### Currency

INR

USD

Euro

XAF

XOF

Others

As of March 31, 2020			
Weighted average rate of interest	Total borrowings	Floating rate borrowings	Fixed rate borrowings
9.07%	843,054	231,520	611,534
3.87%	331,590	64,328	267,262
3.31%	67,805	-	67,805
6.84%	6,130	-	6,130
6.61%	4,389	-	4,389
9% to 20.25%	7,126	5,613	1,513
	<b>1,260,094</b>	<b>301,461</b>	<b>958,633</b>

##### Currency

INR

USD

Euro

CHF

JPY

XAF

XOF

Others

As of March 31, 2019			
Weighted average rate of interest	Total borrowings	Floating rate borrowings	Fixed rate borrowings
9.19%	829,252	213,123	616,129
4.66%	300,054	122,425	177,629
3.03%	71,763	13,779	57,984
3.00%	24,282	-	24,282
0.60%	14,027	14,027	-
7.40%	4,333	-	4,333
6.69%	6,251	-	6,251
9.64% to 20.64%	7,896	7,830	66
	<b>1,257,858</b>	<b>371,184</b>	<b>886,674</b>

#### 19.2 Security details

The Group has taken borrowings in various countries mainly for working capital, capital expenditure and refinancing of existing borrowings. The details of security provided by the Group in various countries are as follows:

Entity	Relation	Outstanding loan amount		Security detail
		As of March 31, 2020	As of March 31, 2019	
Bharti Airtel Limited	Subsidiary	1	10	Hypothecation of vehicles
Bharti Airtel Africa BV and its subsidiaries	Subsidiary	303	3,061	Pledge of all fixed and floating assets - Tanzania (March 31, 2019-Pledge of all fixed and floating assets - Tanzania Kenya, Nigeria, Tanzania, Uganda and DRC.)
		<b>304</b>	<b>3,071</b>	

#### Africa operations acquisition related borrowing:

Borrowings include certain loans which have been taken to refinance the Africa acquisition related borrowing. These loan agreements prevents the Group (excluding Bharti Airtel Africa B.V, Bharti Infratel Limited, and their respective subsidiaries) to pledge any of its assets without prior written consent of the majority lenders except in certain agreed circumstances.

The USD bonds due in 2023 contains certain covenants relating to limitation on indebtedness. All bonds carry restriction on incurrence of any lien on its assets other than as permitted under the agreement, unless the bonds and guarantee are ranked pari- passu with such indebtedness. The limitation on indebtedness covenant on the USD bonds due in 2023 is suspended as the agreed criteria for such covenants to be in force, has not been met. The debt covenants remained suspended as of the date of the authorization of the financial statements.

These bonds along with the CHF bonds due in 2020, the Euro bonds due in 2021 and the USD bonds due in 2024 are guaranteed by Bharti Airtel Limited (Intermediate parent entity). Such guarantee is considered an integral part of the bonds and therefore accounted for as part of the same unit of account.

#### 19.3 Unused lines of credit\*

The below table provides the details of un-drawn credit facilities that are available to the group :

	As of	
	March 31, 2020	March 31, 2019
Secured	38,216	8,409
Unsecured	135,159	138,219
	<b>173,375</b>	<b>146,628</b>

\*Excludes non-fund based facilities

## 20 Other financial liabilities

	As of	
	March 31, 2020	March 31, 2019
Lease rent equalisation	84	14,859
Payable towards acquisition@	-	153
Payables against capital expenditure	129,556	120,643
Interest accrued but not due	34,354	33,501
Payables against business / assets acquisition*	4,296	5,575
Employees payables	5,041	5,385
Security deposits^	4,299	4,969
Mobile money wallet balance	22,074	16,478
Liabilities arising from capital reduction**	570	-
Others#	36,128	35,788
	<b>236,402</b>	<b>237,351</b>

#Bharti Airtel Limited had issued shares to several global investors during the year ended March 31, 2019. The Shares Subscription Agreement included certain indemnities for claim under certain stipulated indemnities or for breach of agreed warranties. The liability estimated against these claims was Rs. 4,979 as of March 31, 2019, which expired on May 28, 2019 in accordance with the original Share Subscription Agreement. It also includes refund payable to inactive customers and unclaimed liability and liability towards cash settled employee share based payment plans. It includes advance amounting to Rs. 33,415 and Rs. 29,051 as on March 31, 2020 and March 31, 2019 respectively received against an agreement to sell certain investment, at a future date and is subject to certain customary closing conditions.

\*It includes payable to Qualcomm Asia Pacific Pte. Limited for Rs. 4,104 (towards purchase of balance equity shares upon satisfaction of certain conditions as per the share purchase agreement for acquisition of erstwhile Airtel Broadband Services Private Limited) and other acquisitions.

^It pertains to deposits received from subscriber / channel partners which are repayable on demand after adjusting the outstanding amount, if any.

\*\*Of the total amount due, an amount Rs. 450 is payable towards shares held by Custodian on behalf of certain shareholders. The same will become payable once an order from Custodian Court is received in this regard. For the balance amount the Company is in process of locating shareholders and making payments.

@Refer note 5 (u)

## 21 Provisions

	As of	
	March 31, 2020	March 31, 2019
Gratuity	3,700	3,307
Other employee benefit plans	2,003	1,855
Asset retirement obligation	4,286	3,858
Sub-judice matters*	550,782	4,504
	<b>560,771</b>	<b>13,524</b>

\*This majorly includes provision related to AGR matter reclassified to 'provisions', earlier it was disclosed under 'other non-financial liabilities' and 'trade payables'.

Refer note 30 for movement of provision towards various employee benefits.

### The movement of provision towards asset retirement obligation is as below:

	For the year ended
	March 31, 2020
Opening balance	3,858
Net addition/(reversal)	184
Interest cost	244
<b>Closing balance</b>	<b>4,286</b>

The provision for asset retirement obligation is in relation to the site restoration related obligation arising from the land taken on leases and represent the management's best estimate of the costs, which will be incurred in the future to meet the Group's obligation under these lease arrangements.

### The movement of provision towards subjudice matters is as below:

	For the year ended
	March 31, 2020
Opening balance*	68,514
Provision made during the year#	608,745
Payments^	(131,360)
<b>Closing balance</b>	<b>545,899</b>

\* In previous year, it was presented under 'other non-financial liabilities' and 'trade payables'.

# It includes provision of Rs. 160,196 towards AGR pursuant to merger with TTSL/ TTML, provision of Rs. 29,522 towards AGR pertaining to Telenor and an additional provision of Rs. 102,140 towards AGR liability pursuant to court order in July, 2020. Bharti Airtel Limited has recognised an indemnification asset towards the said provisions (refer note 5(c) and 5(n)).

^It includes payment to DoT of Rs. 2,550 towards AGR pertaining to Telenor.

### Other sub-judice matters

	For the year ended
	March 31, 2020
Opening balance	4,504
Addition during the year	1,526
Reversal during the year	(380)
Utilisation during the year	(757)
<b>Closing balance</b>	<b>4,893</b>

## 22 Other liabilities

	As of	
	March 31, 2020	March 31, 2019
Deferred rent	-	429
Others		
-Taxes payable *	44,220	38,325
-Others	4,108	40
	<b>48,328</b>	<b>38,794</b>

\*Taxes payable mainly pertains to GST, TDS and payable towards sub-judice matters related to entry tax and entrainment tax.

## 23 Equity share capital

Particulars	As of			
	March 31, 2020		March 31, 2019	
	No of Shares	Amount	No of Shares	Amount
<b>Authorised capital</b>				
Equity share of Rs. 10 each	5,000,000,000	50,000	5,000,000,000	50,000
	<b>5,000,000,000</b>	<b>50,000</b>	<b>5,000,000,000</b>	<b>50,000</b>
<b>Issued subscribed and fully paid</b>				
Equity share of Rs. 10 each	2,582,316,336	25,823	2,610,774,176	26,108
Outstanding at the end of the year	<b>2,582,316,336</b>	<b>25,823</b>	<b>2,610,774,176</b>	<b>26,108</b>

### a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	As of			
	March 31, 2020		March 31, 2019	
	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	2,610,774,176	26,108	2,610,774,176	26,108
Reduction during the year*	(28,457,840)	(285)	-	-
Outstanding at the end of the year	<b>2,582,316,336</b>	<b>25,823</b>	<b>2,610,774,176</b>	<b>26,108</b>

\*The Hon'ble National Company Law Tribunal (NCLT), Chandigarh vide its order dated September 27, 2019, has approved the scheme of capital reduction for cancellation and extinguishment of 28,457,840 equity shares of Rs. 10/- each representing 1.09% of the total issued, subscribed and paid-up equity share capital of the Company, held by the identified shareholders (i.e. the holders of the equity shares of the Company other than Bharti Enterprises (Holding) Private Limited, Pastel Limited, Magenta Investments Limited, Singtel International Investments Private Limited. The necessary steps to make the Scheme effective have been taken by the Company.

### b) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at March 31, 2020		As at March 31, 2019	
	No. of shares	% holding	No. of shares	% holding
Bharti Enterprises (Holding) Private Limited	1,305,663,494	50.56%	1,305,663,494	50.01%
Pastel Limited	828,434,416	32.08%	828,434,416	31.73%
Singtel International Investments Private Limited	261,600,408	10.13%	261,600,408	10.02%
Magenta Investment Limited	186,618,016	7.23%	186,618,016	7.15%

As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

### c) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

For the period of five year immediately, preceding March 31, 2020	No of Shares	Amount
* Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash;	-	-
* Aggregate number and class of shares allotted as fully paid up by way of bonus shares; and	-	-
* Aggregate number and class of shares bought back;	-	-

## 24 Other equity

**a: Retained earnings:** Retained earnings represent the amount of accumulated earnings of the Group, re-measurement differences on defined benefit plans, any transfer from general reserve and the reserves arising due to court scheme accounting and adjustments thereto (as explained below for significant scheme of arrangements).

The Scheme of Arrangement under Section 391 to 394 of the Companies Act, 1956 for transfer of all assets and liabilities at their respective fair values from Bharti Infratel Ventures Limited (erstwhile subsidiary company), Vodafone Infrastructure Limited, Idea Cellular Tower Infrastructure Limited to its joint venture Indus Towers Limited, was approved by the Hon'ble High Court of Delhi vide order dated April 18, 2013 and filed with the Registrar of Companies on June 11, 2013 with appointed date April 1, 2009 and hence was accounted retrospectively with effect from April 01, 2009. Similarly, pursuant to the Scheme of Arrangement under sections 391 to 394 of the Companies Act, 1956, the telecom infrastructure undertaking of the Group was transferred to one of its subsidiary Bharti Infratel Limited during the year ended March 31, 2008.

Further, pursuant to the said schemes, mainly the excess of the fair values over the original book values of the assets transferred to them and the periodic depreciation thereto is adjusted in retained earnings.

In absence of any specific provision under Ind AS with respect to court schemes, and the fact that the court schemes are part of the law, accounting prescribed therein (as explained above) will continue to prevail even in the Ind AS financial statements of the Group after being adjusted for intra-group eliminations / equity accounting, as required.

**b: General reserve:** The Group has transferred a portion of its profit before declaring dividend in respective prior years to general reserve, as stipulated under the erstwhile Companies Act 1956. Mandatory transfer to general reserve is not required under the Companies Act 2013 ('Act').

Further, on exercise of the stock options, the difference between the consideration (i.e. the exercise price and the related amount of share-based payment reserve) and the cost of the related treasury shares, is transferred to general reserve.

**c: Debenture redemption reserve:** Pursuant to the provisions of the Act, the Company's subsidiary (Bharti Airtel Limited) is required to create debenture redemption reserve out of the profits and is to be utilised for the purpose of redemption of debentures. On redemption of the debentures, the related amount of this reserve gets transferred to retained earnings.

**d. Capital reserve:** It pertains to capital reserve acquired pursuant to the scheme of arrangement under the Companies Act accounted under pooling of interest method and excess of purchase consideration over fair value of net assets (for certain business combinations).

**e. Securities premium:** It is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

**f. Statutory reserves :** Statutory Reserves is a reserve fund created from transfer of profits for previous year disclosed in profit & loss account as per section 45-IC of the RBI Act. Transfer to statutory reserve pertains to the year ended March 31, 2019.

**Other components of equity**

	Foreign currency translation reserve	Cash flow hedge reserve	Fair value through OCI reserve	Treasury shares	Equity component of FCCB	Total
<b>As of April 1, 2018</b>	<b>(34,366)</b>	<b>466</b>	<b>99</b>	<b>(379)</b>	<b>-</b>	<b>(34,180)</b>
Net loss due to foreign currency translation differences	(5,784)	-	-	-	-	(5,784)
Net gain on net investment hedge	1,120	-	-	-	-	1,120
Net losses on cash flow hedge	-	(441)	-	-	-	(441)
Net losses on fair value through OCI investments	-	-	(13)	-	-	(13)
Purchase of treasury shares	-	-	-	(124)	-	(124)
Exercise of share options	-	-	-	168	-	168
<b>As of March 31, 2019</b>	<b>(39,030)</b>	<b>25</b>	<b>86</b>	<b>(335)</b>	<b>-</b>	<b>(39,254)</b>
<b>Transition impact on adoption of Ind AS 116 (note 37)</b>	<b>(65)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(65)</b>
<b>As of April 1, 2019</b>	<b>(39,095)</b>	<b>25</b>	<b>86</b>	<b>(335)</b>	<b>-</b>	<b>(39,319)</b>
Net loss due to foreign currency translation differences	(1,842)	-	-	-	-	(1,842)
Net gain on net investment hedge	(2,832)	-	-	-	-	(2,832)
Net losses on cash flow hedge	-	(24)	-	-	-	(24)
Net losses on fair value through OCI investments	-	-	(21)	-	-	(21)
Purchase of treasury shares	-	-	-	(212)	-	(212)
Exercise of share options	-	-	-	115	-	115
Issuance of Foreign Currency Convertible Bond	-	-	-	-	1,375	1,375
<b>As of March 31, 2020</b>	<b>(43,769)</b>	<b>1</b>	<b>65</b>	<b>(432)</b>	<b>1,375</b>	<b>(42,760)</b>

**25 Contingent liabilities and commitments**

**(i) Contingent liabilities**

**Taxes, duties and other demands (under adjudication/appeal/dispute)**

	As of March 31, 2020	As of March 31, 2019
-Sales Tax, service tax and GST	30,075	13,810
-Income tax	14,372	14,088
-Custom duty	3,837	6,684
-Entry tax (note 25(i)(e))	4,315	9,951
-Stamp duty	596	596
-Municipal taxes	1,943	1,663
-Department of Telecom ("DOT") demands	49,332	97,794
-Entertainment tax (note 25(i)(f))	7,826	4,319
-Other miscellaneous demands	1,327	1,226
<b>Claims under legal cases including arbitration matters</b>		
-Access charges/Port charges	14,393	12,640
-Others	7,108	2,816
	<b>135,124</b>	<b>165,587</b>

Further, refer note 25 g (vi) and (vii) below for other DoT matter.

In addition to the above, the Group's share of joint ventures and associates contingent liabilities is Rs. 49,849 and Rs. 28,089 as of March 31, 2020 and March 31, 2019 respectively.

The category wise detail of the contingent liability has been given below:-

**a) Sales tax, Service tax and GST**

The claims for sales tax comprised of cases relating to the appropriateness of declarations made by the Group under relevant sales tax legislations which were primarily procedural in nature and the applicable sales tax on disposals of certain property and equipment items. Pending final decisions, the Group has deposited amounts under protest with statutory authorities for certain cases.

The service tax demands relate to cenvat claimed on tower and related material, levy of service tax on SIM cards and employee talk time, cenvat credit disallowed for procedural lapses and usage in excess of 20% limit.

The Goods and Services Tax (GST) demand relates to procedural compliance in regard to e-way bills.

**b) Income tax demand**

Income tax demands mainly include the appeals filed by the Group before various appellate authorities against the disallowance by income tax authorities of certain expenses being claimed and non-deduction of tax at source with respect to pre-paid dealers / distributor's margin.

**c) Access charges / Port charges**

(i) Despite the interconnect usage charges ("IUC") rates being governed by the Regulations issued by Telecom Regulatory Authority of India ("TRAI"); BSNL had raised a demand for IUC at the rates contrary to the regulations issued by TRAI in 2009. Accordingly, Bharti Airtel Limited filed a petition against the demand with the TDSAT which allowed payments by Bharti Airtel Limited based on the existing regulations. The matter was then challenged by BSNL and is currently pending with the Hon'ble Supreme Court.

(ii) The Hon'ble TDSAT allowed BSNL to recover distance based carriage charges. The private telecom operators have jointly filed an appeal against the said order and the matter is currently pending before the Hon'ble Supreme Court.

(iii) BSNL challenged before TDSAT the port charges reduction contemplated by the regulations issued by TRAI in 2007 which passed its judgment in favour of BSNL. The said judgment has been challenged by the private operators in Hon'ble Supreme Court. Pending disposal of the said appeal, in the interim, private operators were allowed to continue paying BSNL as per the revised rates i.e. TRAI regulation issued in 2007, subject to the bank guarantee being provided for the disputed amount. The rates were further reduced by TRAI in 2012 which was challenged by BSNL before the Hon'ble Delhi High Court. The Hon'ble Delhi High Court, in the interim, without staying the rate revision, directed the private operators to secure the difference between TRAI regulation of 2007 and 2012 rates by way of bank guarantee pending final disposal of appeal.

**d) Customs duty**

The custom authorities, in some states, demanded custom duty for the imports of special software on the ground that this would form part of the hardware on which it was pre-loaded at the time of import. The view of the Group is that such imports should not be subject to any custom duty as it is operating software exempt from any custom duty. In response to the application filed by the Group, the Hon'ble Central Excise and Service Tax Appellate Tribunal ("CESTAT") has passed an order in favour of the custom authorities. The Group has filed an appeal with Hon'ble Supreme Court against the CESTAT order.

**e) Entry tax**

In certain states, an entry tax is levied on receipt of material from outside the state. This position has been challenged by the Group in the respective states, on the grounds that the specific entry tax is ultra vires the Constitution. Classification issues have also been raised, whereby, in view of the Group, the material proposed to be taxed is not covered under the specific category.

During the year ended March 31, 2017, the Hon'ble Supreme Court of India upheld the constitutional validity of entry tax levied by few States. However, Supreme Court did not conclude certain aspects such as present levies in each State is discriminatory in nature or not, leaving them open to be decided by regular benches of the Courts. During the year ended March 31, 2020, the Group has reassessed the position and accordingly recorded provision for part of contingent liability.

**f) Entertainment tax**

The contingent liability for entertainment tax comprise of cases for levying entertainment tax on activation charges and interest on disputed dues. During the year, there was a re-assessment of levies of entertainment tax based on an ex-parte judgment leading to a credit of Rs. 2,812 (refer note 34 (i) (k)) in Bharti Telemedia Limited, a subsidiary of the Group.

**g) DoT demands**

(i) DoT had enhanced the microwave rates by introducing slab-wise rates based on the number of carriers vide circulars issued in 2006 and 2008 from erstwhile basis being allocated frequency. A Group had challenged the matter in TDSAT and it has set aside the respective circulars of DoT vide its Judgment dated April 22, 2010. Thereafter, DOT had challenged the order of TDSAT before the Hon'ble Supreme Court, which is yet to be listed for hearing. Further, TDSAT pronounced its judgment in March 2019 in relation to Unified Licenses which provides for manner of determination of such levies and dates from which such levies can be made applicable. DoT had filed an appeal before the Supreme Court. DoT and another telecom service provider have filed cross appeals before Supreme Court against the TDSAT judgment, wherein the Supreme Court has stayed the TDSAT judgment and the appeals are pending.

(ii) Demands for the contentious matters in respect of subscriber verification norms and regulations including validity of certain documents allowed as proof of address / identity.

(iii) Penalty for alleged failure to meet certain procedural requirements for EMF radiation self-certification compliance.

The matters stated above are being contested by the Group and one of its subsidiaries and based on legal advice, the Group and one of its subsidiaries believes that it has complied with all license related regulations and does not expect any financial impact due to these matters.

(iv) In respect of levy of one time spectrum charge ('OTSC'), the DoT has raised demand on Bharti Airtel Limited in January 2013. In the opinion of Bharti Airtel Limited, inter-alia, the above demand amounts to alteration of financial terms of the licenses issued in the past and therefore Bharti Airtel Limited filed a petition in the Hon'ble High Court of Bombay, which vide its order dated January 28, 2013, had directed the DoT to respond and not to take any coercive action until the next date of hearing. The DoT has filed its reply and this matter is currently pending with Hon'ble High Court of Bombay. The DoT revised demands on Bharti Airtel Limited aggregating Rs. 84,140 in June 2018, including a retrospective charge and a prospective charge till the expiry of the initial terms of the respective licenses. The said revised demand has subsequently also been brought within the ambit of the earlier order of no coercive action by the Hon'ble High Court of Bombay. Bharti Airtel Limited intends to continue to pursue its legal remedies.

Further, in a similar matter on a petition filed by another telecom service provider, the Hon'ble TDSAT, vide its order dated July 4, 2019, has set aside the DoT order for levy of OTSC with retrospective effect. Accordingly, as per the said order of the Hon'ble TDSAT; DoT can levy OTSC on the Spectrum beyond 6.2 MHz allotted after July 1, 2008, only from the date of allotment of such spectrum and in case of Spectrum beyond 6.2 MHz allocated before July 1, 2008, only prospectively i.e. w.e.f. January 1, 2013. Further, demand for OTSC on spectrum allotted beyond start-up and up-to the limit of 6.2 MHz has been set aside. The Hon'ble TDSAT has asked DoT to issue revise demands, if any, in terms of the above directions. The said telecom service provider filed an appeal in the Hon'ble Supreme Court of India against the Order of the TDSAT. On March 16, 2020, the Hon'ble Supreme Court dismissed the appeal of the telecom service providers and did not interfere with the TDSAT judgement. DoT's appeal against the said TDSAT Order for the levy on Spectrum below 6.2 MHz is pending. Accordingly, out of prudence, of the total demands of Rs. 84,140, Bharti Airtel Limited has recorded a charge of Rs. 18,075. Along with interest thereon of Rs. 38,345, the aggregate of Rs. 56,420 is disclosed as an exceptional item (refer note 34 (i)(c)).

(v) DOT had issued notices to Bharti Airtel Limited (as well as other telecom service providers) to stop provision of 3G services to its customers (under 3G Intra Circle Roaming ('ICR') arrangements executed with other service providers) in such service areas where the service provider has not been allocated 3G spectrum, and levied a penalty of Rs. 3,500 on Bharti Airtel Limited. Bharti Airtel Limited contested the notices before TDSAT, which in 2014 held 3G ICR arrangements between service providers to be competent and compliant to the licensing conditions and quashed the notice imposing penalty. The DoT has challenged the order of TDSAT before the Hon'ble Supreme Court, which is yet to be listed for hearing.

(vi) In August 2013, DoT issued guidelines for Grant of Unified License, by which it permitted the existing ISP License holders to continue with their existing licenses without migration, but mandated the licenses which are due for renewal to move to the new regime. The ISP License of Bharti Airtel Limited expired in March 2014 and therefore, it had to renew its license under Unified License regime, wherein DoT imposed the condition of levy of license fee on the revenue earned from pure Internet services. Bharti Airtel Limited via an industry petition challenged the discriminatory stand of DoT, wherein the Tribunal vide its order dated October 13, 2015 stayed the payment with respect to Pure Internet Service, subject to submission of undertaking. The matter is pending for adjudication.

Meanwhile, in other similar petitions filed by ISP Associations and ISPs, the TDSAT, vide its judgment & orders dated October 18, 2019, December 12, 2019 and January 21, 2020, allowed the said petitions and set aside the decision to include revenue from pure internet service in the AGR for levy of license fee on the ISPs under UL regime, accordingly all the impugned demands of license fee were set aside with a direction to raise revised demands for license fee on the basis of same concept of AGR as is being done in respect of ISPs holding licenses under the old regime. Further, the ISPs are allowed to pay such revised demand forthwith after deducting payments, if any, made in the meantime towards license fee by way of ad hoc payments as per understating.

Bharti Airtel Limited had made a provision of Rs 16,931 until September 30, 2019 for the period from FY 2015-16 to FY 2019-20. Subsequently, basis the recent judgment and order the matter has now been assessed to be a contingent liability (refer note 34(i)(ii)).

Considering the nature of above disputes / litigations, it is difficult to reliably ascertain the amount or timing of outflow on settlement.

**Guarantees:**

Guarantees outstanding as of March 31, 2020 and March 31, 2019 amounting to Rs. 121,627 and Rs. 107,689 respectively, have been issued by banks and financial institutions on behalf of the Group. These guarantees include certain financial bank guarantees which have been given for subjudice matters / compliance with licensing requirements, the amount with respect to these have been disclosed under capital commitments, contingencies and liabilities, as applicable, in compliance with the applicable accounting standards.

In addition to the above the Group's share of guarantees of joint ventures and associates is Rs. 600 and Rs. 901 as of March 31, 2020 and March 31, 2019 respectively.

ii) Airtel Bangladesh Limited was amalgamated with Robi Axiata Limited vide merger agreement dated 28 January 2016 and as a result the Group held 25% shareholding in Robi via its step-down subsidiary, Bharti International (Singapore) Pte. Limited. On 16 November 2016, a 'Tax Offset' Agreement was entered into between Robi Axiata Limited, Axiata Investments (Labuan) Limited and Bharti International (Singapore) Pte. Limited. Based on the terms of the tax offset arrangement, if Robi Axiata Limited is able to effect any tax offset of an amount attributable to Airtel Bangladesh Limited's tax relief (in form of carried forward tax losses and unabsorbed depreciation) following the issuance of a final order by Bangladesh tax authorities, Robi Axiata Limited shall transfer an amount equal to 40% of the tax relief to the Group. The Group believes that at this stage, it is not possible to ascertain the probability of such future benefits considering uncertainties around timing and amount of future cash inflows.

**(II) Commitments**

**Capital commitments**

The Group has contractual commitments towards capital expenditure (net of related advance) of Rs. 87,885 and Rs. 93,336 as of March 31, 2020 and March 31, 2019 respectively.

In addition to the above, the Group's share of capital commitments of joint ventures and associates is Rs. 3,031 and Rs. 2,904 as of March 31, 2020 and March 31, 2019 respectively.

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**26 Revenue from operations**

	For the year ended	
	March 31, 2020	March 31, 2019
Service revenue	871,139	805,002
Sale of products	4,251	2,800
Financial assets designated at amortised cost:		
- Interest on deposits with banks	106	80
Net gain on FVTPL investments	52	56
	<b>875,548</b>	<b>807,938</b>

**Disaggregation of revenue**

Revenue is disaggregated by primary geographical market, major products/service lines and timing of revenue recognition are as follows:

Particulars	Mobile Services		Airtel Business		Tower Infrastructure Services		Homes Services		Digital TV Services		Others		Total	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
<b>Geographical markets*</b>														
India	442,956	394,707	85,448	82,967	28,625	31,291	22,287	22,235	29,201	40,935	158	1,003	608,675	573,138
South Asia	4,366	4,199	-	-	-	-	-	-	-	-	-	-	4,366	4,199
Africa	236,975	210,333	-	-	-	-	-	-	-	-	-	-	236,975	210,333
Others	-	-	25,532	20,268	-	-	-	-	-	-	-	-	25,532	20,268
	<b>684,297</b>	<b>609,239</b>	<b>110,980</b>	<b>103,235</b>	<b>28,625</b>	<b>31,291</b>	<b>22,287</b>	<b>22,235</b>	<b>29,201</b>	<b>40,935</b>	<b>158</b>	<b>1,003</b>	<b>875,548</b>	<b>807,938</b>
<b>Major product/services lines</b>														
Data and voice services	533,312	485,877	83,801	81,000	-	-	21,250	21,196	-	-	-	-	638,363	588,073
Setting up, operating and maintaining towers	-	-	-	-	28,625	31,291	-	-	-	-	-	-	28,625	31,291
Others	150,985	123,362	27,179	22,235	-	-	1,037	1,039	29,201	40,935	158	1,003	208,560	188,574
	<b>684,297</b>	<b>609,239</b>	<b>110,980</b>	<b>103,235</b>	<b>28,625</b>	<b>31,291</b>	<b>22,287</b>	<b>22,235</b>	<b>29,201</b>	<b>40,935</b>	<b>158</b>	<b>1,003</b>	<b>875,548</b>	<b>807,938</b>
<b>Timing of revenue recognition</b>														
Products and service transferred at a point in time	3094	2,896	2919	1,748	-	-	22	39	-	1,232	-	-	6,035	5,915
Products and services transferred over time	681203	606,343	108061	101,487	28625	31,291	22265	22,196	29201	39,703	158	1,003	869,513	802,023
	<b>684,297</b>	<b>609,239</b>	<b>110,980</b>	<b>103,235</b>	<b>28,625</b>	<b>31,291</b>	<b>22,287</b>	<b>22,235</b>	<b>29,201</b>	<b>40,935</b>	<b>158</b>	<b>1,003</b>	<b>875,548</b>	<b>807,938</b>

\*Basis location of entity

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**Contract balances**

The following table provides information about unbilled revenue and deferred revenue from contract with customers

	As of	
	March 31, 2020	March 31, 2019
Unbilled revenue (ref note 12)	19,221	17,072
Deferred revenue	80,037	61,979

Significant changes in the unbilled revenue and deferred revenue balances during the year are as follows:

	Unbilled revenue	Deferred revenue
Revenue recognised that was included in deferred revenue at the beginning of the year	-	43,993
Increase due to cash received, excluding amounts recognised as the revenue during the year	-	63,052
Transfer from unbilled revenue recognised at the beginning of the year to receivables	17,072	-

Bharti Airtel Limited has entered into an agreement with Universal Service Obligation Fund ("USOF") to provide mobile services in identified uncovered villages and seamless mobile coverage on the national highways in north-eastern region. Bharti Airtel Limited has recognised deferred income for front loaded subsidy (representing 50% of eligible USOF subsidy) on receipt of approved Proof of Concept (PoC) for a particular USOF site and for equated quarterly subsidy (representing remaining 50% of the eligible USOF subsidy receivable in twenty quarterly instalments) on quarterly basis. The deferred income is amortised over the period of contract entered with the government. Bharti Airtel Limited has recognised Government grant of Rs. 297 during the year ended March 31, 2020.

**Costs to obtain or fulfil a contract with a customer**

The Group (except Airtel Africa plc and its subsidiaries), during the current year, has estimated that the historical average customer life is longer than 12 months and believes that its churn rate provides the best indicator of anticipated average customer life and, hence, started deferral of such costs prospectively. The financial impact of this change has resulted in increase of the Group's profits before tax by Rs. 12,132 for the year ended March 31, 2020.

Airtel Africa plc and its subsidiaries have updated the policy on cost deferral recognition within these financial statements and now capitalise and amortise customer acquisition costs. The financial impact of this change in Airtel Africa plc and its subsidiaries has resulted in increase of profits before tax in total by USD 33 Mn (Rs. 2,335), out of which USD 6 Mn (Rs. 424) is relating to the current year, USD 6 Mn (Rs. 424) is relating to prior year and USD 21 Mn (Rs. 1,486) is relating to earlier years.

**Opening balance**

Cost incurred and deferred  
Less: cost amortised  
Closing balance

For the year ended	
March 31, 2020	March 31, 2019
-	-
17,457	-
5,198	-
<b>12,259</b>	<b>-</b>

**27 Other income**

	For the year ended	
	March 31, 2020	March 31, 2019
Interest income	3,981	5,025
Dividend from mutual funds	57	231
Net gain on FVTPL investments	7,208	3,394
Net gain on derivative financial instruments	4,852	1,678
Others	3,248	3,463
	<b>19,346</b>	<b>13,791</b>

**28 Finance cost**

	For the year ended	
	March 31, 2020	March 31, 2019
<b>Interest on borrowing</b>		
-Banks, Financial Institutions and others	80,394	91,512
-Commercial paper	465	1,001
-Bank overdraft	-	0
<b>Interest on debt securities</b>		
-Debentures	5,389	2,319
Net foreign exchange loss	14,824	5,973
Other finance charges#	45,656	9,683
	<b>146,728</b>	<b>110,488</b>

#It includes bank charges, trade finance charges, charges relating to derivative instruments and interest charges towards subjudice matters.

**29 Network operating expenses**

	For the year ended	
	March 31, 2020	March 31, 2019
Passive infrastructure charges	28,081	74,492
Power and fuel	91,249	80,436
Repair and maintenance	41,458	39,310
Internet, bandwidth and leased line charges	18,516	14,550
Others*	18,381	16,344
	<b>197,685</b>	<b>225,132</b>

\*It includes charges towards managed service, installation, insurance and security.

**30 Employee benefits expenses**

	For the year ended	
	March 31, 2020	March 31, 2019
Salary and wages	31,849	32,092
Contribution to provident and other funds	2,043	2,004
Staff welfare expenses	1,968	1,723
Defined benefit plan/other long term benefits	1,294	835
Employee share based payment expense		
-Equity settled plans	338	347
-Cash settled plans	(13)	187
Others*	593	787
	<b>38,072</b>	<b>37,975</b>

\*It mainly includes recruitment and training expenses.

**30.1 Share based payment plans**

The following table provides an overview of all existing share option plans of the group:

Scheme	Plan	Vesting period (years)	Contractual term (years)
<b>Equity settled plans</b>			
Scheme I	2006 Plan	1-5	7
Infratel plan	Infratel 2008 plan	1-5	7
Scheme 2005	Long Term Investment (LTI plan)	1-3	7
Infratel plan	Infratel LTI plan	1-3	7
Africa plan	Replacement stock awards	1-2	2
Africa plan	IPO Awards	1-3	3
Africa plan	IPO Share options	1-3	10
Africa plan	IPO executive share options	1-3	10
<b>Cash settled plans</b>			
Performance unit plan (PUP)	PUP 2013-PUP 2017	1-5	3-5
Infratel plan	PUP	1-3	7
Africa plan	Shadow stock plan	1-2	-

The stock options vesting is subject to service and certain performance conditions mainly pertaining to certain financial parameters.



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The movement in the number of stock options and the related weighted average exercise prices are given in the table below:

	For the year ended			
	March 31, 2020		March 31, 2019	
	Number of share options (‘000)	Weighted average exercise price (Rs.)	Number of share options (‘000)	Weighted average exercise price (Rs.)
<b>2006 Plan</b>				
Outstanding at beginning of year	65	5.00	115	5.00
Granted	30	-	-	-
Exercised	(8)	5.00	(50)	5.00
Forfeited / expired	(57)	-	-	-
Outstanding at end of year	30	-	65	5.00
Exercisable at end of year	-	-	8	5.00
<b>Infratel 2008 plan</b>				
Outstanding at beginning of year	58	109.67	108	109.67
Granted	-	-	-	-
Exercised	(10)	109.67	(49)	109.67
Forfeited / expired	(2)	109.67	(1)	109.67
Outstanding at end of year	46	109.67	58	109.67
Exercisable at end of year	46	109.67	58	109.67
<b>LTI plans</b>				
Outstanding at beginning of year	3,412	5.00	2,977	5.00
Granted	1,682	-	2,274	-
Exercised	(556)	5.00	(877)	5.00
Forfeited / expired	(1,343)	5.00	(962)	5.00
Outstanding at end of year	3,195	5.00	3,412	5.00
Exercisable at end of year	112	5.00	478	5.00
<b>Infratel LTI plans</b>				
Outstanding at beginning of year	295	10.00	238	10.00
Granted	135	10.00	158	10.00
Exercised	(76)	10.00	(63)	10.00
Forfeited / expired	(20)	10.00	(38)	10.00
Outstanding at end of year	334	10.00	295	10.00
Exercisable at end of year	73	10.00	48	10.00
<b>Replacement stock awards*</b>				
Outstanding at beginning of year	-	-	-	-
Converted from performance unit plans	674	-	-	-
Exercised	-	-	-	-
Forfeited / expired	-	-	-	-
Outstanding at end of year	674	-	-	-
Exercisable at end of year	-	-	-	-
<b>IPO Awards*</b>				
Outstanding at beginning of year	-	-	-	-
Converted from performance unit plans	755	-	-	-
Exercised	-	-	-	-
Forfeited / expired	-	-	-	-
Outstanding at end of year	755	-	-	-
Exercisable at end of year	-	-	-	-
<b>IPO share options*</b>				
Outstanding at beginning of year	-	-	-	-
Converted from performance unit plans	3,132	77	-	-
Exercised	-	-	-	-
Forfeited / expired	-	-	-	-
Outstanding at end of year	3,132	-	-	-
Exercisable at end of year	-	-	-	-
<b>IPO executive share options*</b>				
Outstanding at beginning of year	-	-	-	-
Converted from performance unit plans	12,517	77	-	-
Exercised	-	-	-	-
Forfeited / expired	(636)	-	-	-
Outstanding at end of year	11,881	-	-	-
Exercisable at end of year	-	-	-	-
<b>Performance Unit plans*</b>				
Outstanding at beginning of year#	1,287	-	1,401	-
Granted	-	-	670	-
Exercised#	(423)	-	(503)	-
Forfeited / expired#	(236)	-	(2,801)	-
Converted into shadow stock plan#	(479)	-	-	-
Converted into replacement stock awards#	(142)	-	-	-
Outstanding at end of year	7	-	(1,233)	-
Exercisable at end of year	7	-	23	-
<b>Shadow stock plan</b>				
Outstanding at beginning of year	-	-	-	-
Converted into shadow stock plan#	2,276	-	-	-
Forfeited / expired#	(433)	-	-	-
Outstanding at end of year	1,843	-	-	-

\*On IPO in one of step down subsidiary company, these PUPs have been replaced with 'shadow stock plan' awards and 'replacement stock awards' and the benefits under the new replaced plans are based on share price of Airtel Africa plc. For IPO awards, Replacement Stock Awards and Shadow Stock awards, vesting is subject to service, total shareholder return ("TSR") and financial performance conditions while for IPO share options and IPO executive share options, vesting is subject to service condition only.

#Below share options has been converted into shadow stock plan and replacement stock and these plan no longer exist as on March 31, 2020:

	March 31, 2020	March 31, 2019
	No of share options (in '000)	No of share options (in '000)
<b>Performance unit plans ('PUP')</b>		
Outstanding at beginning of year	1,130	980
Granted	-	670
Exercised	(407)	(303)
Forfeited / expired	(102)	(217)
Converted in shadow stock plan	(479)	-
Converted in replacement stock awards	(142)	-
Outstanding at end of year	-	1,130
Exercisable at end of year	-	-

The fair value of options is measured using Black-Scholes / Binomial valuation model. The key inputs used in the measurement of the grant date fair valuation of equity settled plans and fair value of cash settled plans are given in the table below:

	March 31, 2020	March 31, 2019
Risk free interest rate	0.12% to 6.56%	6.31% to 8.03%
Expected life	1 to 78 months	4 to 60 months
Volatility	26.46% to 36.38%	29.06% to 34.54%
Dividend yield	0.68% to 10.00%	0.74% to 4.74%

The expected life of the stock options is based on the Group's expectations and is not necessarily indicative of exercise patterns that may actually occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the expected life of the options is indicative of future trends, which may not necessarily be the actual outcome. Further, the expected volatility is based on the weighted average volatility of the comparable benchmark companies.

For details as to exercise price, refer table above.

The details of weighted average remaining contractual life, weighted average fair value and weighted average share price for the options are as follows:-

	For the year ended	
	March 31, 2020	March 31, 2019
<b>Weighted average</b>		
Remaining contractual life for the option outstanding as of (years)	1 to 9	0.35 to 8.44
Fair value for the options granted during the year ended (Rs)	0.00 to 409.73	258.29 to 409.73
Share price of the options granted during the year ended (Rs)	247.60 to 412.43	188.62 to 598.01

The carrying value of cash settled plans liability is Rs. 46 and Rs. 227 as of March 31, 2020 and March 31, 2019 respectively.

## 30.2 Employee benefits

The details of significant employee benefits are as follows:

	For the year ended			
	March 31, 2020		March 31, 2019	
	Retirement benefits	Compensated absence	Retirement benefits	Compensated absence
<b>Obligation:</b>				
Balance as at beginning of the year	3,311	1,253	3,272	1,424
Current service cost	427	402	453	266
Interest cost	283	111	281	120
Benefits paid	(524)	(373)	(648)	(344)
Transfers	16	5	(45)	(0)
Remeasurements	76	72	(48)	(286)
Exchange difference	116	150	46	73
<b>Present value of funded obligation</b>	<b>3,705</b>	<b>1,620</b>	<b>3,311</b>	<b>1,253</b>
<b>Assets:</b>				
Balance as at beginning of year	4	-	16	-
Interest income	1	-	1	-
Benefits paid	-	-	(12)	-
Remeasurements	-	-	(1)	-
<b>Fair value of plan assets</b>	<b>5</b>	<b>-</b>	<b>4</b>	<b>-</b>
<b>Liability recognized in the balance sheet</b>	<b>3,700</b>	<b>1,620</b>	<b>3,307</b>	<b>1,253</b>
<b>Current portion</b>	<b>987</b>	<b>1,294</b>	<b>696</b>	<b>1,253</b>
<b>Non-current portion</b>	<b>2,713</b>	<b>326</b>	<b>2,611</b>	<b>-</b>

As at March 31, 2020, expected contributions for defined benefit plans for Indian entities for the next annual reporting period is Rs. 550.

**Amount recognised in other comprehensive income for the above plans**

	For the year ended	
	March 31, 2020	March 31, 2019
Experience losses	(72)	(49)
Losses from change in demographic assumptions	(6)	(13)
Gains from change in financial assumptions	154	14
<b>Remeasurements on liability</b>	<b>76</b>	<b>(48)</b>
Return on plan assets, excluding interest income	-	(1)
<b>Remeasurements on plan assets</b>	<b>-</b>	<b>(1)</b>
<b>Net remeasurements recognized in Other comprehensive income</b>	<b>76</b>	<b>(47)</b>

The above mentioned plan assets are entirely represented by funds invested with LIC.

**Due to its defined benefit plans, the group is exposed to the following significant risks:**

**Changes in bond yields** - A decrease in bond yields will increase plan liability.

**Salary risk** - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The financial (per annum rates) and demographic assumptions used to determine defined benefit obligations are as follows:

	As of	
	March 31, 2020	March 31, 2019
Discount rate	9.38%	9.08%
Rate of return on plan assets	3.45%	3.83%
Rate of salary increase	5.82%	5.60%
Rate of attrition	5.57%-43%	7.49%-27%
Retirement age	58 to 60	58

The Group regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

	Change in assumption	As of	
		March 31, 2020 Retirement benefits	March 31, 2019 Retirement benefits
Discount rate	+1%	(162)	(156)
	-1%	156	188
Salary growth rate	+1%	154	180
	-1%	(163)	(168)

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

The table below summarizes the maturity profile and duration of the gratuity liability:

	For the year ended	
	March 31, 2020	March 31, 2019
Within one year	988	725
Within one-three years	973	689
Within three-five years	1,002	771
above five years	2,085	2,296
	<b>5,048</b>	<b>4,481</b>
Weighted average duration (in years)	<b>6.24</b>	<b>5.15</b>

**31 Sales and marketing expenses**

	For the year ended	
	March 31, 2020	March 31, 2019
Sales commission and distribution	18,185	24,662
Advertisement and marketing	10,412	10,599
Business promotion	1,895	3,023
Other ancillary expenses	3,833	3,284
	<b>34,325</b>	<b>41,568</b>

**32 Depreciation and amortization**

	For the year ended	
	March 31, 2020	March 31, 2019
Depreciation (including on ROU)	210,982	148,632
Amortisation	65,914	64,843
	<b>276,896</b>	<b>213,475</b>

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**33 Other expenses**

	For the year ended	
	March 31, 2020	March 31, 2019
Content cost	8,778	24,646
Cost of goods sold	12,959	10,855
IT expenses	5,998	7,547
Customer care expenses	7,120	7,670
Legal and professional charges	4,513	2,056
Allowance for doubtful debts	4,502	(14,037)
Collection and recovery expenses	1,486	1,320
Travelling and conveyance	2,372	2,236
Bad debts written off	697	24,353
Charity and donation	1,320	1,342
(Reversal of earlier allowance)/allowance for diminution in value of inventory	-	(163)
Auditor's fees and expenses	3	3
Others#	9,526	14,799
	<b>59,274</b>	<b>82,627</b>

#It includes rent, printing and stationary, security, repair and maintenance expenses, etc. Further, it includes political contributions amounting to Rs. 393 and Rs. 542 made under Section 182 of the Companies Act, 2013 during the year ended March 31, 2020 and 2019 respectively.

**@Auditor's fees and expenses**

	For the year ended	
	March 31, 2020	March 31, 2019
Audit fee*	2	3
Reimbursement of expenses	-	-
Other services*	1	-
	<b>3</b>	<b>3</b>

\*Including goods and service tax

\*This space is intentionally left blank.\*

### 34 Exceptional items

Exceptional items comprise of the following:

#### (i) For the year ended March 31, 2020:

- charge on account of license fee and Spectrum Usage Charges (SUC) aggregating Rs. 303,687. An additional provision of Rs. 102,130 towards AGR liability has been recognised pursuant to court order in July, 2020, as detailed in note 4(b) and 5(a).
- charge of Rs. 13,757 towards accelerated depreciation on 3G network equipments / operating costs on network re-farming and up-gradation program.
- charge of Rs. 56,420 on account of reassessment of regulatory cost based on a recent judgement on related matter as detailed in note 25 (i)(g)(iv).
- charge of Rs. 1,681 on account of license fees and interest based on a recent judgment on a similar matter.
- provision of Rs. 18,633 on account of rates and taxes including aged balances.
- charge of Rs. 766 on other miscellaneous items.
- deferment of customer acquisition cost of Rs. 1,911 following reassessment of customer life for some of the subsidiaries of Airtel Africa plc
- an incremental provision Rs. 27,447 pertaining mainly to customary indemnities to a clutch of investors of Airtel Africa plc determined on the basis of methodology settled prior to listing.
- credit of Rs. 15,540 pertaining to re-assessment of levies based on a recent judgement note 25 (i)(g)(vi).
- net charge of Rs. 216 due to adjustments towards certain indemnity assets / liabilities pertaining to past transactions .
- net credit of Rs. 2,812 due to re-assessment of levies based on ex-parte judgement (refer note 25 (i) (f)).
- An additional liability of Rs. 9,060 on reassessment of levies related to license usage has been recognised in the books.

#### (ii) For the year ended March 31, 2019:

- Charge of Rs. 6,399 mainly towards accelerated depreciation / operating costs on network re-farming and up-gradation program.
- Credit of Rs. 28,568 due to re-assessment of levies, based on a recent pronouncement related to the manner of determination of such levies and settlement of litigations.
- Charge of Rs. 1,368 mainly towards net integration related cost / reversal pertaining to the business combination.
- Charge of Rs. 248 related to the early redemption of the USD 1,500 Mn (Rs. 105,697) 5.125% Guaranteed Senior Notes due in March 2023 (refer note 5 (o)).
- Credit of Rs. 8,735 due to de-consolidation of APBL (refer note 5 (q)).

#### Tax credit include:

- Net benefit of Rs. 114,221 (including credit resulting from internal restructuring, charge due to adoption of new tax regime in certain group entities and reversal of tax credit and deferred tax asset pertaining to one of the subsidiaries recognised (refer note 13) and net charge of Rs. 9,579 during the year ended March 31, 2020 and 2019 respectively on above exceptional items.
- Net charge of Rs. Nil and Rs. 407 on account of re-assessment of tax provisions for the year ended March 31, 2020 and 2019 respectively on above exceptional items.

The net impact for non-controlling interests is charge of Rs. 7,032 and Rs. 579 during the year ended March 31, 2020 and 2019 respectively, relating to the above exceptional items.

### 35 Earning per share (EPS)

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

	As of	
	March 31, 2020	March 31, 2019
Weighted Average number of shares outstanding for Basic EPS	2,596,700,763	2,610,774,000
<b>Weighted Average number of shares outstanding for diluted EPS</b>	<b>2,596,700,763</b>	<b>2,610,774,000</b>

Loss attributable to equity holders for basic and diluted EPS is Rs. (198,145) and Rs. (4,217) for the year ended March 31, 2020 and 2019 respectively.

### 36 Segment reporting

The Group's operating segments are organised and managed separately through the respective business managers, according to the nature of products and services provided and geographies in which services are provided, with each segment representing a strategic business unit. These business units are reviewed by the Chairman of the Group (Chief Operating Decision Maker - 'CODM').

The amounts reported to CODM are based on the accounting principles used in the preparation of financial statements as per Ind AS. Segment's performance is evaluated based on segment revenue and segment result viz. profit or loss from operating activities before exceptional items and tax, after excluding charity and donation cost but including share of result of joint ventures and associates. Accordingly, finance costs / income, non-operating (income) / expenses and exceptional items are not allocated to individual segment.

Inter-segment pricing and terms are reviewed and changed by the management to reflect changes in market conditions and changes to such terms are reflected in the period in which the changes occur.

Inter-segment revenues are eliminated upon consolidation of segments / Group accounting policy alignments are reflected in the 'Eliminations / Adjustments' column.

Segment assets / liabilities comprise assets / liabilities directly managed by each segment. Segment assets primarily includes receivables, ROU, property, plant and equipment, capital work-in-progress, intangible assets, intangible assets under development, non-current investments, inventories and cash and cash equivalents. Segment liabilities primarily include operating and lease liabilities. Segment capital expenditure comprises of additions to PPE, CWIP, intangible assets, and intangible assets under development, ROU and capital advances.

The reporting segments of the Group are as below:

**Mobile Services India:** These services cover voice and data telecom services provided through wireless technology (2G / 3G / 4G) in India. This includes the captive national long distance networks which primarily provide connectivity to the mobile services business in India. This also includes intra-city fiber networks.

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

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**Mobile Services Africa:** These services cover provision of voice and data telecom services provided through wireless technology (2G / 3G / 4G) offered to customers in Africa. This also includes corporate headquarter costs of the Group's Africa operations.

**Mobile Services South Asia:** These services cover voice and data telecom services provided through wireless technology (2G / 3G) in Sri Lanka.

**Airtel Business:** These services cover end-to-end telecom solutions being provided to large Indian and global corporations by serving as a single point of contact for all telecommunication needs across data and voice (domestic as well as international long distance), network integration and managed services.

**Tower Infrastructure Services:** These services include setting up, operating and maintaining wireless communication towers in India.

**Homes Services:** These services cover voice and data communications through fixed-line network and broadband technology for homes.

**Digital TV Services:** This includes digital broadcasting services provided under the direct-to-home platform.

**Others:** It includes certain other strategic investment in joint venture/associates, and administrative support services provided to other segments.

**Unallocated:** It includes expenses / results, assets and liabilities primarily of corporate headquarters of the Group, non-current investment, current taxes, deferred taxes, borrowings and certain financial assets and liabilities, not allocated to the operating segments.

\*This space is intentionally left blank\*

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Summary of the segmental information for the year end as of March 31, 2020 is as follows.

	Mobile Services India	Mobile Services Africa	Mobile Services South Asia	Airtel Business	Tower Infrastructure Services	Homes Services	Digital TV Services	Others	Unallocated	Eliminations/ Adjustments	Total
Revenue from external customers	442,956	236,975	4,366	110,980	29,406	22,287	29,201	158	-	(781)	875,548
Inter-segment revenue	16,707	5,198	186	21,351	38,017	164	38	50	-	(81,711)	-
<b>Total revenue</b>	<b>459,663</b>	<b>242,173</b>	<b>4,552</b>	<b>132,331</b>	<b>67,423</b>	<b>22,451</b>	<b>29,239</b>	<b>208</b>	<b>-</b>	<b>(82,492)</b>	<b>875,548</b>
Share of results of joint ventures and Segment results	5 (31,379)	13 64,488	- (1,055)	- 31,889	13,805 38,127	31 5,191	- 11,394	(6,676) (6,629)	- (2,834)	(654) (8,367)	6,524 100,825
<b>Less:</b>											
Finance costs											146,728
Finance income											(16,098)
Non-operating expenses (net)											1,272
Charity and donation											1,713
Exceptional items (net) (refer note 34)											513,534
<b>Loss before tax</b>											<b>(546,324)</b>
<b>Other segment items</b>											
Capital expenditure	108,373	45,417	1,513	26,058	8,720	5,589	10,512	-	-	-	206,182
Addition to ROU	50,106	10,980	438	1,912	5,626	789	410	-	-	-	70,261
Depreciation and amortisation	200,926	42,786	1,485	10,774	12,815	6,147	8,565	-	1,276	(7,878)	276,896
<b>As of March 31, 2020</b>											
Segment assets	2,066,920	675,156	8,188	200,255	202,823	42,425	39,749	36,724	443,885	(147,961)	3,568,164
Segment liabilities	1,132,259	201,937	3,943	131,256	41,839	23,355	41,224	437	1,325,406	(120,024)	2,781,632
Investment in joint ventures and associates (included in segment assets above)	77	264	-	-	60,670	31	-	35,766	-	-	96,808

During the year ended March 31, 2020, the Group transferred its operations pertaining to optical fibre on a going concern basis on August 1, 2019 from Bharti Airtel Limited to its wholly owned subsidiary. As a result, the Group reorganised the business, whereby, the assets and liabilities pertaining to bandwidth capacities have been allocated to Mobile Services India, Airtel Business and Homes Services. Previously, these operations were part of Mobile Services India and bandwidth capacities were billed by Mobile Services India to Airtel Business and Homes Services. Without such reorganisation, for the year ended March 31, 2020 and as of that date, segment revenue, segment results, segment assets and segment liabilities for Mobile Services India would have been Rs. 464,759, Rs. (32,730), Rs. 2,154,218 and Rs. 1,075,354 respectively; segment results, segment assets and segment liabilities for Airtel Business would have been Rs. 32,946, Rs. 176,660 and Rs. 109,978 respectively; and for Homes Services would have been Rs. 4,583, Rs. 44,658 and Rs. 17,541 respectively.

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(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

Summary of the segmental information for the year end as of March 31, 2019 is as follows.

	Mobile Services India	Mobile Services Africa	Mobile Services South Asia	Airtel Business	Tower Infrastructure Services	Homes Services	Digital TV Services	Others	Unallocated	Eliminations/ Adjustments	Total
Revenue from external customers	394,707	210,333	4,199	103,235	32,047	22,235	40,935	1,003	-	(756)	807,938
Inter-segment revenue	20,833	4,695	237	21,302	36,138	156	66	296	-	(83,723)	-
<b>Total revenue</b>	<b>415,540</b>	<b>215,028</b>	<b>4,436</b>	<b>124,537</b>	<b>68,185</b>	<b>22,391</b>	<b>41,001</b>	<b>1,299</b>	<b>-</b>	<b>(84,479)</b>	<b>807,938</b>
Share of results of joint ventures and associates*	4	(7)	-	-	10,172	3	-	(5,324)	-	(1,292)	3,556
Segment results*	(56,762)	52,390	(1,069)	27,631	31,974	3,376	7,447	(7,228)	(1,666)	(3,026)	53,067
<b>Less:</b>											
Finance costs											110,488
Finance income											(10,328)
Non-operating expenses (net)											1,894
Charity and Donation											1,834
Exceptional items (net) (refer note 34)											(29,288)
<b>Loss before tax</b>											<b>(21,533)</b>
<b>Other segment items</b>											
Capital expenditure	235,770	50,846	1,228	18,986	9,107	8,931	8,791	41	-	(5,769)	327,931
Depreciation and amortisation	150,991	31,234	1,196	13,014	10,658	7,453	8,275	50	11	(9,407)	213,475
<b>As of March 31, 2019</b>											
Segment assets	1,700,637	569,606	6,774	149,445	169,693	45,889	31,234	37,927	134,813	(92,765)	2,753,253
Segment liabilities	408,088	110,571	2,515	87,225	22,303	21,729	35,423	2,181	1,361,843	(101,399)	1,950,479
Investment in joint ventures and associates (included in segment assets above)	66	230	-	-	52,479	3	-	36,159	-	-	88,937



Geographical information\*:

(a) Revenue from external Customers

	For the year ended	
	March 31, 2020	March 31, 2019
India	608,675	573,138
Africa	236,975	210,333
Others	29,898	24,467
	<b>875,548</b>	<b>807,938</b>

(b) Non-current assets#:

	As of	
	March 31, 2020	March 31, 2019
India	1,773,450	1,608,090
Africa	541,850	470,490
Others	20,334	27,057
	<b>2,335,634</b>	<b>2,105,637</b>

\*Basis location of entity

#Non-current operating assets for the purpose of PPE, CWIP, ROU, intangible assets, intangible assets under development, capital advances and goodwill.

37 Leases

Impact of adoption of Ind AS 116 where the Group is a lessee

The adoption of the said change in accounting policy affected the following items in the balance sheet on April 1, 2019:

	As of
	April 1, 2019
Property, plant and equipment (including CWIP amounting to Rs. 114)	(16,830)
Right-of-use assets	222,866
Other intangible assets	(39,037)
Intangible assets under development	(3,038)
Deferred tax assets (net)	14,480
Other non-current assets	22,025
Other current assets	399
Lease liabilities	(239,721)
Other liabilities	14,210
<b>Decrease in equity</b>	<b>(24,646)</b>

Impact of adoption of Ind AS 116 where the Group is a lessor

The Group did not have any material impact due to transition to Ind AS 116.

Group as a lessee

ROU

The following table presents the reconciliation of changes in the carrying value of ROU assets for the year ended March 31, 2020:

	Bandwidth	Plant and equipment	Building	Lease hold land	Transponder	Vehicle	Total
<b>As of April 1, 2019</b>	16,010	177,868	14,261	12,855	1,754	117	222,865
Additions	6,444	54,915	331	8,161	410	-	70,261
Acquisitions through Business Combination@	20,180	-	235	15	-	-	20,430
Depreciation/ amortisation	(3,238)	(35,605)	(2,894)	(2,623)	(1,272)	(74)	(45,706)
Dismantle/ adjustments	422	(9,484)	(14)	(1,864)	(23)	-	(10,963)
Foreign currency translation reserve	14	1,916	250	-	-	(18)	2,162
<b>As of March 31, 2020</b>	<b>39,832</b>	<b>189,610</b>	<b>12,169</b>	<b>16,544</b>	<b>869</b>	<b>25</b>	<b>259,049</b>

@ refer 5 (c)

• Bandwidth

The Group's leases of bandwidth comprise of dark fiber taken on lease.

• Plant and equipment

The Group leases passive infrastructure for providing telecommunication services under composite contracts that include lease of passive infrastructure and land on which the passive infrastructure is built as well as maintenance, security, provision of energy etc. services.

• Building

The Group's leases of building comprise of lease of offices, warehouses and shops.

• Leasehold land

The Group's leases of land comprise of land taken on lease on passive infrastructure is built and offices.

• Transponder

The Group's leases comprise of capacity in the space segment in satellite system in direct to home business.

Amounts recognised in profit or loss

	For the year ended
	March 31, 2020
Interest on lease liabilities	25,662
Expenses related to short-term leases	427
Expenses related to lease of low-value assets, excluding short term leases of low value	173

**Amounts recognised in statement of cash flows**

	<b>For the year ended March 31, 2020</b>
Total cash outflow for leases	47,740

**Termination options**

Termination options are included in a number of property and equipment leases across the Group, where the Group is a lessee. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of termination options held are exercisable only by the Group and not by the respective lessor. In determining the lease term, management considers all facts and circumstances that create an economic incentive not to exercise a termination option. Periods after termination options are only included in the lease term if the lease is reasonably certain to be not terminated by the Group. The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

The reconciliation of operating lease commitments disclosed as at March 31, 2019 to lease liabilities recognised as at April 1, 2019 is given below:

<b>Operating lease commitment at March 31, 2019</b>	<b>448,063</b>
<b>Discounted using the incremental borrowing rate at April 1, 2019</b>	<b>354,738</b>
Non-lease component	(126,868)
Short term lease	(356)
Lease component in service contract	12,207
<b>Lease liabilities recognised at April 1, 2019</b>	<b>239,721</b>

When measuring lease liabilities for leases that were classified as operating leases, the Group discounted lease payments using its incremental borrowing rate at 1 April 2019. The incremental borrowing rate used across the Group ranges from 6.09% to 18.82%.

The Group has made use of the following practical expedients available on transition to Ind AS 116: (a) used a single discount rate to a portfolio of leases of similar assets in similar economic environment, (b) not recognised ROU assets and lease liabilities for leases with less than twelve months of remaining lease term and low-value assets on the date of initial application, (c) relied on previous assessments that none of the leases were onerous and concluded that there is no need for impairment review and (d) used hindsight in determining the lease term where the contracts contained options to extend or terminate the lease.

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be paid after the reporting date.

	<b>As of March 31, 2020</b>
Not later than one year	86,271
Later than one year but not later than five years	221,900
Later than five years	98,978
<b>Total</b>	<b>407,149</b>

**Group as a lessor- operating lease**

**Amounts recognised in profit or loss**

	<b>For year ended March 31, 2020</b>
Lease income	22,634

The following table sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

**Operating lease under Ind AS 116**

	<b>As of March 31, 2020</b>
Less than one year	17,013
One to two years	15,636
Two to three years	14,813
Three to four years	13,130
Four to five years	11,241
More than five years	22,203
<b>Total</b>	<b>94,036</b>

**Operating lease under Ind AS 17**

	<b>As of March 31, 2019</b>
Not later than one year	17,586
Later than five year but not later than five years	57,291
Later than five years	25,289
<b>Total</b>	<b>100,166</b>

Group has entered into non-cancellable lease arrangements to provide dark fiber on indefeasible right of use ('IRU') basis and tower assets on site-sharing basis. Due to the nature of these transactions, it is not possible to compute gross carrying amount, depreciation for the year and accumulated depreciation of the asset given on operating lease as of March 31, 2020 and March 31, 2019 and accordingly, the related disclosures are not provided.

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**38 Related party disclosures**

In accordance with the requirement of Indian Accounting Standard (Ind AS) - 24 on Related party disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationship, as identified and certified by the management are:

**a) List of related parties****Parent/ ultimate controlling party**

Bharti Enterprise (Holding) Private Limited. It is held by private trusts of Bharti family, with Mr. Sunil Bharti Mittal's family trust effectively controlling the said company.

**Entities having significant influence over the Company****- Foreign**

Pastel Limited

Singtel International Investments Private Limited

**Subsidiaries****- Indian**

Bharti Airtel Limited

Bharti Airtel Services Limited

Bharti Hexacom Limited

Bharti Infratel Limited

Bharti Telemedia Limited

Indo Teleports Limited

Nxtra Data Limited

Nettle Infrastructure Investments Limited

Smartx Services Limited

Telesonic Networks Limited

Airtel Digital Limited (formerly known as Wynk Limited)

**- Foreign**

Africa Towers N.V.

Airtel Africa plc

Airtel Africa Mauritius Limited

Airtel (Seychelles) Limited

Airtel Congo (RDC) S.A.

Airtel Congo S.A.

Airtel Gabon S.A.

Gabon Towers S.A. #

Airtel Madagascar S.A.

Airtel Malawi plc

Airtel Mobile Commerce (Kenya) Limited

Airtel Mobile Commerce (Seychelles) Limited

Airtel Mobile Commerce (Tanzania) Limited

Airtel Mobile Commerce B.V.

Airtel Mobile Commerce Holdings B.V.

Airtel Mobile Commerce Limited

Airtel Mobile Commerce Madagascar S.A.

Airtel Mobile Commerce Rwanda Limited

Airtel Mobile Commerce Tchad S.a.r.l.

Airtel Mobile Commerce Uganda Limited

Airtel Mobile Commerce Zambia Limited

Airtel Money (RDC) S.A.

Airtel Money Niger S.A.

Airtel Money S.A.

Airtel Money Transfer Limited

Airtel Money Tanzania Limited

Airtel Mobile Commerce Congo B.V.

Airtel Mobile Commerce (Seychelles) B.V.

Airtel Mobile Commerce Madagascar B.V.

Airtel Mobile Commerce Kenya B.V.

Airtel Mobile Commerce Rwanda B.V.

Airtel Mobile Commerce Malawi B.V.

Airtel Mobile Commerce Uganda B.V.

Airtel Mobile Commerce Tchad B.V.

Airtel Mobile Commerce Zambia B.V.

Airtel Mobile Commerce Nigeria Limited

Airtel Mobile Commerce Nigeria B.V.

Airtel Networks Kenya Limited

Airtel Networks Limited

Airtel Networks Zambia Plc

Airtel Rwanda Limited

Airtel Tanzania Public Limited Company (formerly known as Airtel Tanzania Limited)

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Airtel Tchad S.A.  
Airtel Uganda Limited  
Bharti Airtel (France) SAS  
Bharti Airtel (Hong Kong) Limited  
Bharti Airtel (Japan) Private Limited  
Bharti Airtel (UK) Limited  
Bharti Airtel (USA) Limited  
Network i2i (Kenya) Limited (incorporated w.e.f. July 3, 2019)  
Bharti Airtel Africa B.V.  
Bharti Airtel Chad Holdings B.V.  
Bharti Airtel Congo Holdings B.V.  
Bharti Airtel Developers Forum Limited  
Bharti Airtel Gabon Holdings B.V.  
Bharti Airtel International (Mauritius) Limited  
Bharti Airtel International (Mauritius) Investments Limited  
Bharti Airtel International (Netherlands) B.V.  
Airtel International LLP  
Bharti Airtel Kenya B.V.  
Bharti Airtel Kenya Holdings B.V.  
Bharti Airtel Lanka (Private) Limited  
Bharti Airtel Madagascar Holdings B.V.  
Bharti Airtel Malawi Holdings B.V.  
Bharti Airtel Mali Holdings B.V.  
Bharti Airtel Niger Holdings B.V.  
Bharti Airtel Nigeria B.V.  
Bharti Airtel Nigeria Holdings II B.V.  
Bharti Airtel RDC Holdings B.V.  
Bharti Airtel Rwanda Holdings Limited  
Bharti Airtel Services B.V.  
Bharti Airtel Tanzania B.V.  
Bharti Airtel Uganda Holdings B.V.  
Bharti Airtel Zambia Holdings B.V.  
Bharti International (Singapore) Pte. Limited  
Bharti Airtel Overseas (Mauritius) Limited  
Bharti Airtel Holding (Mauritius) Limited  
Celtel (Mauritius) Holdings Limited  
Celtel Niger S.A.  
Channel Sea Management Company (Mauritius) Limited  
Congo RDC Towers S.A.  
Indian Ocean Telecom Limited  
Madagascar Towers S.A.  
Malawi Towers Limited  
Mobile Commerce Congo S.A.  
Montana International  
Network i2i Limited  
Partnership Investments S.a.r.l.  
Société Malgache de Téléphone Cellulaire S.A.  
Tanzania Towers Limited

**Associates****- Indian**

Airtel Payments Bank Limited  
Seynse Technologies Private Limited  
Juggernaut Books Private Limited

**- Foreign**

Seychelles Cable Systems Company Limited  
Robi Axiata Limited  
RedDot Digital Limited (Subsidiary of Robi Axiata Limited) (Incorporated on 5 November 2019)

**Joint Ventures****- Indian**

Indus Towers Limited  
FireFly Networks Limited

**- Foreign**

Bridge Mobile Pte Limited  
Bharti Airtel Ghana Holdings B.V.  
Airtel Ghana Limited  
Airtel Mobile Commerce (Ghana) Limited  
Millicom Ghana Company Limited (under liquidation)  
Mobile Financial Services Limited (uptil 5 February 2020)

Fellow companies (subsidiaries / joint ventures / associates other than that of the Company)  
Subsidiaries

**- Indian**

Bharti Enterprises Limited

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(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

 Bharti Axa General Insurance Company Limited  
 Bharti Axa Life Insurance Company Limited  
 Bharti Assist Global Private Limited

**Associates**
**- Indian**

 Bharti Life Ventures Private Limited  
 Bharti General Ventures Private Limited (formerly known as Bharti General Private Limited)

# Under liquidation

In the ordinary course of business, there are certain transactions among the group entities. However, the intra-group transactions and balances, and the income and expenses arising from such transactions, are eliminated on consolidation. The transactions with related parties for the year ended March 31, 2020 and 2019 respectively, are described below:

(b) The significant transactions with balance related parties for the years ended March 31, 2020 and 2019 respectively, are described below:

	Amount for the year ended March 31, 2020				Amount for the year ended March 31, 2019			
	Significant influence/ other related parties	Associate	Joint ventures	ORP /FC*	Significant influence/ other related parties	Associate	Joint ventures	ORP /FC*
Purchase of assets	(313)	-	-	(1,339)	-	-	(334)	(967)
Sale / rendering of services	757	309	88	179	983	105	121	153
Purchase of goods / receiving of services	(706)	(2,831)	(15,706)	(821)	(609)	(287)	(43,647)	(2,985)
Reimbursement of energy expenses	-	-	(33,818)	(1)	-	-	(24,760)	(1)
Receiving of assets (related to ROU)#	-	-	(16,592)	-	-	-	-	-
Dividend paid	-	-	-	-	(2,999)	-	-	(414)
Dividend received	-	-	-	-	-	-	(11,261)	-
Sale of fixed assets/ IRU	241	-	-	124	-	-	-	-
Fund transferred / Expenses incurred on behalf of others	-	252	8	18	-	150	4	4
Fund received/ Expenses incurred on behalf of company	-	(307)	(1)	(515)	-	(289)	-	(530)
Security deposit given	-	-	-	33	-	-	170	22
Loans given	-	-	-	497	-	-	-	-
Repayment of loans given	-	-	-	(262)	-	-	-	-
Interest charged by the company	-	-	0	-	-	-	1	-
Refund of security deposit given	-	-	(4,460)	-	-	-	-	(15)
Interest charged by others	-	-	(43)	-	-	-	(11)	-
Commission paid	-	-	(93)	-	-	-	(180)	-

\*Other related parties/fellow companies

# Amount disclosed is net of termination

The significant related party transaction are summarised below:

	For the year ended	
	March 31, 2020	March 31, 2019
<b>(i) Purchase of fixed assets</b>		
<b>Entities having control over company / entities having significant influence over the company</b>		
Singapore Telecommunications Limited	(313)	-
<b>Other related parties</b>		
Brightstar Telecommunication India Limited	(1,339)	(856)
<b>Joint venture</b>		
Indus Tower Limited	-	(111)
<b>(ii) Rendering of services</b>		

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**Entities having control over company / entities having significant influence over the company**

Singapore Telecommunications Limited	687	983
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**(iii) Receiving of services**
**Entities having control over company / entities having significant influence over the company**

Singapore Telecommunications Limited	(693)	(596)
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**Associates**

Airtel Payment Bank Limited	(2,795)	(224)
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**Joint venture**

Indus Tower Limited#	(15,579)	(43,533)
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**(iv) Reimbursement of energy expenses paid**
**Joint venture**

Indus Tower Limited	(33,829)	(24,764)
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**(v) Refund of security deposit given**
**Joint venture**

Indus Tower Limited	4,460	-
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**(vi) Repayment of loans given**
**Other related parties**

Bharti Airtel Employees welfare Trust	497	-
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**(viii) Receiving of assets (ROU\*#)**
**Joint venture**

Indus Tower Limited	(16,592)	-
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#Among does not include GST

\*Amount disclosed in net of termination

**c) The outstanding balances of the above mentioned parties are as follows:-**

Nature of Transaction	Significant influence entities	Associates	Joint ventures	ORP / FC*
<b>As at March 31, 2020</b>				
Trade payable	(57)	(38)	(16,301)	(260)
Trade receivable	-	1,886	-	838
Other financial assets-loan given	-	-	8	-
Security deposits	1	-	1,148	1,248
Lease liability	-	-	(98,440)	(7,910)
<b>As at March 31, 2019</b>				
Trade payable	(219)	(71)	(21,566)	(227)
Trade receivable	-	406	-	54
Security deposits	2	-	4,604	1,214

\*Other related parties/fellow companies

(1) Outstanding balances at period end are un-secured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

(2) In addition to the above, Rs. 714 and Rs. 844 donation has been given to Satya Bharti Foundation and Bharti Foundation during the year ended March 31, 2020 and 2019 respectively.

**39 Financial and capital risk**
**1. Financial risk**

The business activities of the Group expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance. Further, the Group uses certain derivative financial instruments to mitigate some of these risk exposures (as discussed below in this note).

The financial risk management for the Group is driven by the Group's senior management ("GSM"), in close co-ordination with the operating entities and internal / external experts subject to necessary supervision. The Group does not undertake any speculative transactions either through derivatives or otherwise. The GSM are accountable to the Board of Directors and Audit Committee. They ensure that the Group's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The BoD of the respective operating entities periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

The Group policy requires for material items to be established under effective hedge relationships by ensuring that the critical terms of the hedging instruments match with the terms of the hedged item so as maintain the hedge ratio to be 1:1. The Group uses prospective effectiveness assessment (dollar offset / hypothetical derivative method) to ensure that an economic relationship exists between the hedged item and hedging instrument.

**(i) Foreign currency risk**

Foreign exchange risk arises on all recognised monetary assets and liabilities, and any highly probable forecasted transactions, which are denominated in a currency other than the functional currency of the transacting group entity. The Group, through its parent entity, several intermediary entities and subsidiaries; operates across multiple geographies in the Africa and Asia continent. Accordingly, the Group is exposed to translation risk on the net investment in foreign subsidiaries. The Group has foreign currency trade payables, receivables and borrowings (internal as well as external). However, foreign exchange exposure mainly arises from borrowings and trade payables denominated in foreign currencies and certain net investment in foreign currency. Consequently, the Group is mainly exposed to foreign exchange risks related to USD / Euro vis-à-vis the functional currencies and the translation risk related to USD to INR and USD to XAF-XOF (pegged to Euro).

The foreign exchange risk management policy of the Group requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency. Moreover, the Group monitors the movements in currencies in which the borrowings / capex vendors are payable and manage any related foreign exchange risk, which inter-alia include entering into foreign exchange derivative contracts - as considered appropriate and whenever necessary. For further details as to foreign currency debt securities & borrowings, refer note 18 and 19. Further, for the details as to the fair value of various outstanding derivative financial instruments designated in a hedge relationship or otherwise refer note 8.

As per the Group's hedging policy certain foreign currency liability, highly probable forecast transactions and material net investment of the Group in foreign subsidiaries have been designated under cash flow hedge and net investment hedge respectively. The following table analyses the movement in the cash flow hedge reserve / net investment hedge in FCTR due to said hedges and details thereto.

**a) Cash flow hedge**

	March 31, 2020	March 31, 2019	
Currency exchange risk hedged	CHF to USD#	Euro to USD	CHF to USD
Nominal amount of hedging	CHF 350 Mn	Euro 870 Mn	CHF 350 Mn
Maturity date	March 2020	December 2018	March 2020
Weighted average forward price	1 CHF: 1.12 USD	1 Euro: 1.12 USD	1 CHF:1.12 USD
Carrying value of derivative instruments (liabilities)	-	-	1,806
Change in fair value during the year			
Hedged item	(1,806)	7,377	2,173
Hedging instrument	1,806	(7,377)	(2,173)
CFHR for continuing hedge	-	-	138
Hedging gain/(loss) recognized during the year	-	(7,377)	(2,173)
Gain reclassification during the year to P&L	109	6,968	1,778

#Bharti Airtel International (Netherlands) B.V., a subsidiary of the Group, had redeemed CHF 350 Mn (Rs. 26,486) 3% senior notes in March 2020 and Euro 1,000 Mn (Rs. 79,948) 4% senior notes in December 2018. Consequently, the cash flow hedges on these bonds were discontinued.

**b) Net investment hedge**

	March 31, 2020		March 31, 2019	
Currency exchange risk hedged	Euro to USD	USD to INR	Euro to USD	USD to INR
Nominal amount of hedging instruments	Euro 160 Mn	USD 1883 Mn	Euro 365 Mn	USD 1405 Mn
Maturity date	May 2021	June 2025- February 2028	May 2021	June 2025- February 2028
Carrying value of hedging instruments (borrowings)	13,364	142,473	28,335	97,163
Change in fair value during the year				
Hedged item	(377)	11,232	(3,101)	4,855
Hedging instrument	377	(11,232)	3,101	(4,855)
FCTR loss for continuing hedge (net of tax and NCI)	(1,941)	(25,067)	(2,153)	(16,707)
Hedging gain/(loss) recognized during the year	377	(11,232)	3,101	(4,855)

**Foreign currency sensitivity**

The impact of foreign exchange sensitivity on profit for the year and other comprehensive income is given in the table below:

For the year ended March 31, 2020	Change in currency exchange rate	Effect on profit before tax	Effect on equity (OCI)
US Dollar	+5%	(8,017)	(10,567)
	-5%	8,017	10,567
Euro	+5%	(2,696)	(681)
	-5%	2,696	681
Others	+5%	(174)	-
	-5%	174	-

For the year ended March 31, 2019	Change in currency exchange rate	Effect on profit before tax	Effect on equity (OCI)
US Dollar	+5%	(10,269)	(9,109)
	-5%	10,269	9,109
Euro	+5%	(2,368)	(1,590)
	-5%	2,368	1,590
Others	+5%	(905)	-
	-5%	905	-

The sensitivity disclosed in the above table is mainly attributable to, in case of to foreign exchange gains / (losses) on translation of USD / Euro / CHF denominated debt securities, borrowings, derivative financial instruments, trade and other payables, and trade receivables.

The above sensitivity analysis is based on a reasonably possible change in the under-lying foreign currency against the respective functional currency while assuming all other variables to be constant.

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Group's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

## (ii) Interest rate risk

As the Group does not have major exposure to any floating-interest bearing assets, or any significant long-term fixed-interest bearing assets, its interest income and related cash inflows are not affected by changes in market interest rates. Consequently, the Group's interest rate risk arises mainly from borrowings.

### Borrowings

Borrowings with floating and fixed interest rates expose the Group to cash flow and fair value interest rate risk respectively. However, the short-term borrowings of the Group do not have a significant fair value or cash flow interest rate risk due to their short tenure. Accordingly, the components of the debt portfolio are determined by the GSM in a manner which enables the Group to achieve an optimum debt-mix basis its overall objectives and future market expectations.

The Group monitors the interest rate movement and manages the interest rate risk based on its risk management policies, which inter-alia include entering into interest swaps contracts - as considered appropriate and whenever necessary.

The Group has designated the interest rate components (which is separately identifiable from other components) of certain fixed interest rate bonds under the hedge relationship since historically it accounts for substantial portions of the total fair value change of the bonds.

The following table analyses the financial impact of fair value hedge and details thereto.

	March 31, 2020	March 31, 2019
Interest rate risk covered for currency	USD	USD
Nominal amount of hedging instruments	USD 2200 Mn#	USD 2200 Mn
Maturity date		March 2023- June 2025
Carrying value of hedging instruments (derivative assets)	-	1,468
Carrying value of hedging instruments (derivative liabilities)	-	476
Carrying value of hedged item (borrowings)	-	152,141
Change in fair value during the year		
Hedged item	(5,752)	(5,055)
Hedging instrument	5,759	5,338
Hedge ineffectiveness recognized in finance income/cost during the year	8	283
Cumulative change in fair value of hedged item	-	943
Unamortized portion of fair value hedge adjustment	(4,484)	735

#During the year, the derivatives designated for fair value hedges has been cancelled.

### Interest rate sensitivity of borrowings

The impact of the interest rate sensitivity on profit before tax is given in the table below:

Interest rate sensitivity	Increase / decrease (basis points)	Effect on profit before tax
For the year ended March 31, 2020		
INR - borrowings	+100	(3,031)
	-100	3,031
USD -borrowings	+25	(161)
	-25	161
Other currency -borrowings	+100	(56)
	-100	56



**For the year ended March 31, 2019**

INR - borrowings	+100	(2,504)
	-100	2,504
USD -borrowings	+25	(306)
	-25	306
Euro-borrowings	+25	(34)
	-25	34
Other currency -borrowings	+100	(219)
	-100	219

The sensitivity disclosed in the above table is attributable to floating-interest rate borrowings and the interest swaps.

The above sensitivity analysis is based on a reasonably possible change in the under-lying interest rate of the Group's borrowings in INR, USD, Euro (being the significant currencies in which it has borrowed funds), while assuming all other variables (in particular foreign currency rates) to be constant.

Based on the movements in the interest rates historically and the prevailing market conditions as at the reporting date, the Group's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

**(iii) Price risk**

The Group invests its surplus funds in various fixed income products, including but not limited to debt mutual funds, short term debt funds, corporate debt, government securities and fixed deposits. In order to manage its price risk arising from investments, the Group diversifies its portfolio in accordance with the limits set by the risk management policies. The Group has exposure across debt securities, mutual fund and money market instruments.

Debt investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments. However due to the very short tenor of money market instruments and the underlying portfolio in liquid schemes, these do not pose any significant price risk. On the duration investment balance, an increase / decrease of 25 basis points in market yields (parallel shift of the yield curves), will result in decrease / increase in the marked to market value of the investments by Rs. 44 and Rs. 147 as on March 31, 2020 and March 31, 2019 respectively.

**(iv) Credit risk**

Credit risk refers to the risk of default on its obligation by the counter-party, the risk of deterioration of credit-worthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Group to potential financial losses.

The Group is exposed to credit risk mainly with respect to trade receivables, investment in bank deposits, debt securities, mutual funds and derivative financial instruments.

**Trade receivables**

The Trade receivables of the Group are typically non-interest bearing unsecured and derived from sales made to a large number of independent customers. As the customer base is widely distributed both economically and geographically, there is no concentration of credit risk.

As there is no independent credit rating of the customers available with the Group, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by each business unit, basis the Group's established policy and procedures, by setting appropriate payment terms and credit period, and by setting and monitoring internal limits on exposure to individual customers. The credit period provided by the Group to its customers generally ranges from 14-30 days except Airtel business segment wherein it ranges from 7-90 days.

The Group uses a provision matrix to measure the expected credit loss of trade receivables, which comprise a very large numbers of small balances. Refer note 9 for details on the impairment of trade receivables. Based on the industry practices and the business environment in which the entity operates, Management considers that the trade receivables are credit impaired if the payments are more than 270 days past due in case of interconnect debtors in Africa Mobile Segment and 90 days past due in all other cases.

The ageing analysis of trade receivables as of the reporting date is as follows:

Particulars	Neither past due nor impaired	Past due but not impaired				Total
		Less than 30 days	30 to 60 Days	60 to 90 days	Above 90 days	
March 31, 2020	11,891	16,860	7,128	6,402	3,777	46,058
March 31, 2019	12,548	12,109	6,765	5,183	6,401	43,006

The Group performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due. Where the financial asset has been written-off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in profit and loss.

**Financial instruments and cash deposits**

The Group's treasury, in accordance with the board approved policy, maintains its cash and cash equivalents, deposits and investment in mutual funds & debt securities, and enters into derivative financial instruments - with banks, financial and other institutions, having good reputation and past track record, and high / sovereign credit rating. Similarly, counter-parties of the Group's other receivables carry either no or very minimal credit risk. Further, the Group reviews the credit-worthiness of the counter-parties (on the basis of its ratings, credit spreads and financial strength) of all the above assets on an on-going basis, and if required, takes necessary mitigation measures.

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

**(v) Liquidity risk**

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including bilateral loans, debt, and overdraft from both domestic and international banks at an optimized cost. It also enjoys strong access to domestic and international capital markets across debt and equity.

Moreover, the GSM regularly monitors the rolling forecasts of the entities' liquidity reserve (comprising of the amount of available un-drawn credit facilities and cash and cash equivalents) and the related requirements, to ensure they have sufficient cash on an on-going basis to meet operational needs while maintaining sufficient headroom at all times on its available un-drawn committed credit facilities, so that there is no breach of borrowing limits or relevant covenants on any of its borrowings. For details as to the debt securities & borrowings, refer note 18 & 19.

Based on past performance and current expectations, the Group believes that the cash and cash equivalents, cash generated from operations and available un-drawn credit facilities, will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:-

Particulars	As of March 31, 2020						Total
	Carrying amount	On demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Interest bearing borrowings*#	1,297,025	20,406	198,383	152,678	181,417	1,263,802	1,816,686
Lease liabilities*	306,091	-	36,827	49,520	74,869	246,008	407,224
Other financial liabilities#	202,050	29,808	93,008	37,460	39,553	2,872	202,701
Trade payables	259,259	-	259,259	-	-	-	259,259
Other payables	73	73	-	-	-	-	73
<b>Financial liabilities (excluding derivatives)</b>	<b>2,064,498</b>	<b>50,287</b>	<b>587,477</b>	<b>239,658</b>	<b>295,839</b>	<b>1,512,682</b>	<b>2,685,943</b>
Derivative liabilities	860	-	319	239	-	302	860

  

Particulars	As of March 31, 2019						Total
	Carrying amount	On demand	Less than 6 months	6 to 12 months	1 to 2 years	> 2 years	
Interest bearing borrowings*#	1,288,493	24,802	312,570	169,653	197,561	1,082,487	1,787,073
Lease liabilities*	47,553	-	5,049	5,049	10,097	45,593	65,788
Other financial liabilities#	203,851	19,100	113,102	10,649	9,804	51,196	203,851
Trade payable	263,138	-	263,138	-	-	-	263,138
Other payables	27	-	27	-	-	-	27
<b>Financial liabilities (excluding derivatives)</b>	<b>1,803,062</b>	<b>43,902</b>	<b>693,886</b>	<b>185,351</b>	<b>217,462</b>	<b>1,179,276</b>	<b>2,319,877</b>
Derivative liabilities	13,568	-	10,651	2,112	149	656	13,568

\*It includes contractual interest payment based on interest rate prevailing at the end of the reporting period after adjustment for the impact of interest swaps, over the tenor of the borrowings.

#Interest accrued but not due has been included in interest bearing borrowings and excluded from other financial liabilities.

\*This space is intentionally left blank\*

vi) Reconciliation of liabilities whose cash flow movements are disclosed as part of financing activities in the statement of cash flows:

Balance sheet caption	Statement of cash flow line item	April 1, 2019	Cash flows	FCCBs	Non-cash movements			FCTR	Others	March 31, 2020
					Interest expense	Foreign exchange	Fair value changes			
Borrowings*	Proceeds / repayments of borrowings (Including short term)	789,333	(145,386)	65,012	-	14,362	2,476	23,211	52,876	801,884
Interest accrued but not due / Derivate instrument	Interest and other finance charges paid	39,134	(96,364)	-	113,816	(6,084)	(3,925)	749	(14,709)	32,617

\*It does not include deferred payment liabilities and bank overdraft but include obligations towards Africa tower sale and lease back transaction.

2. Capital risk

The Group's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and / or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Group's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Group may issue new shares, declare dividends, return capital to shareholders, etc.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

The Group monitors capital using a gearing ratio calculated as below:

	As of	
	March 31, 2020	March 31, 2019
Borrowings	1,262,673	1,254,992
Less: Cash and cash equivalents	135,899	62,204
Less: Term deposits with bank	1,405	1,444
<b>Net debt</b>	<b>1,125,369</b>	<b>1,191,344</b>
Equity	133,886	315,047
<b>Total capital</b>	<b>133,886</b>	<b>315,047</b>
<b>Capital and net debt</b>	<b>1,259,256</b>	<b>1,506,391</b>
<b>Gearing ratio</b>	<b>89.37%</b>	<b>79.09%</b>

40 Fair value of financial assets and liabilities

The category wise details as to the carrying value, fair value and the level of fair value measurement hierarchy of the Group's financial instruments are as follows:

Particulars	Level	As of			
		Carrying value		Fair value	
		March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
<b>Financial assets</b>					
<b>Fair value through profit and loss</b>					
Derivatives					
- Currency swap, forward and option contracts	Level 2	2,716	346	2,716	346
- Interest swaps	Level 2	117	3,185	117	3,185
Investments - quoted	Level 1	155,142	62,925	155,142	62,925
Investments - unquoted	Level 2	3,274	3,517	3,274	3,517
<b>Fair value through other comprehensive income</b>					
Investments - quoted	Level 1	-	2,124	-	2,124
<b>Amortized cost</b>					
Security deposits		8,728	16,452	8,728	16,452
Trade receivables		46,058	43,006	46,058	43,006
Cash and cash equivalents		135,899	62,204	135,899	62,204
Other bank balances		24,672	19,690	24,672	19,690
Other financials assets		225,223	29,590	225,223	29,590
		<b>601,829</b>	<b>243,039</b>	<b>601,829</b>	<b>243,039</b>
<b>Financials liabilities</b>					
<b>Fair value through profit and loss</b>					
Derivatives					
- Currency swaps, forward and option contracts	Level 2	600	3,009	600	3,009
- Interest rate swaps	Level 2	26	484	26	484
- Embedded derivatives	Level 2	234	9,393	234	9,393
<b>Amortized cost</b>					
Borrowing-fixed rate	Level 1	333,510	254,194	325,204	256,985
Borrowing-fixed rate	Level 2	586,155	665,101	658,467	703,590
Borrowing-floating rate		343,008	383,250	343,008	383,250
Trade payables		259,259	263,138	259,259	263,138
Payable-others		73	27	73	27
Other financial liabilities		236,402	237,352	236,402	237,352
		<b>1,759,267</b>	<b>1,815,948</b>	<b>1,823,273</b>	<b>1,857,228</b>

The following methods / assumptions were used to estimate the fair values:

- The carrying value of other bank balances, trade receivables, trade payables, short-term borrowings, floating-rate long-term borrowings, other current financial assets and liabilities approximate their fair value mainly due to the short-term maturities of these instruments / being subject to floating-rates.
- Fair value of quoted financial instruments is based on quoted market price at the reporting date.

iii. The fair value of non-current financial assets, other long-term borrowings and other financial liabilities is estimated by discounting future cash flows using current rates applicable to instruments with similar terms, currency, credit risk and remaining maturities.

iv. The fair values of derivatives are estimated by using pricing models, wherein the inputs to those models are based on readily observable market parameters. The valuation models used by the Group reflect the contractual terms of the derivatives (including the period to maturity), and market-based parameters such as interest rates, foreign exchange rates, volatility etc. These models do not contain a high level of subjectivity, as the valuation techniques used do not require significant judgement and inputs thereto are readily observable.

During the year ended March 31, 2020 and March 31, 2019, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements.

The following table describes the key inputs used in the valuation (basis discounted cash flow technique) of level 2 financial assets / liabilities as of March 31, 2020 and March 31, 2019:

Financial assets / liabilities	Inputs used
Derivatives	
- Currency swaps, forward and option contracts	Forward currency exchange rates, interest rates
- Interest swaps	Prevailing / forward interest rates in market, interest rates
- Embedded derivatives	Forward currency exchange rates, interest rates
Investments	Prevailing interest rates in market, interest rates
Fixed rate borrowings	Prevailing interest rates in market, future payouts, interest rates

#### Level 3 financial instruments

The following table provides the details as to changes in value of financial instruments categorized within level 3 of the fair value hierarchy:

	As of	
	March 31, 2020	March 31, 2019
<b>Opening balance</b>	9,139	-
Issuance		
- Recognized in finance cost / finance income	-	9,139
Increase in fair value (net): recognised in finance cost / finance income	31,979	-
Payment	(41,118)	-
<b>Closing balance</b>	<b>-</b>	<b>9,139</b>

As part of issue of equity shares to global investors, the Group had committed indemnities pertaining to acquisition of non-controlling interest in Group's operations and other protections (together referred as 'indemnities'). The derivative liabilities for such indemnities derived its value based on the price of the shares. The significant input to valuation was the probability of payout of these indemnities. The liability was valued on the basis of probability weighted amount payable for these indemnities and was considered a significant unobservable input to the valuation, thereby resulting in the embedded derivative being classified as Level 3 in the fair value hierarchy.

The Group engages external, independent and qualified valuers to determine the fair value of the Group's embedded derivative categorized within level 3.

#### Narrative description of sensitivity of fair value changes to changes in unobservable inputs

Any increase/ decrease in probability of expected payouts under non-controlling indemnity liability by 5% will result in 5% increase/ decrease in the derivative liability value.

- 41 Covid 19 pandemic has resulted in a nationwide locked down with restrictions imposed on movement of people and goods. Telecommunications, Internet, Broadcast and Cable Services" have been mentioned as an "Essential" service in all government orders/notifications. Consequently, the Group formulated a robust Business Continuity Plan to ensure that its operations are not disrupted. The Group has considered a range of possible scenarios to understand potential outcomes on its business and plan appropriately.

A detail assessment has been carried out by the Group for each business segment with regards to impact on revenue and costs. Impact due to any extended credit terms, cancelled orders, change in contractual terms, price concession request, onerous obligations etc. were comprehensively evaluated for any risk due to Covid-19 on revenue recognized and collectability thereof and no material impact has been noted. The Group has not experienced any loss of significant customer on account of force majeure clauses in the revenue contracts. Besides, the Group has also assessed its other arrangements, including leasing and borrowing arrangements and no changes in terms of those arrangements are expected due to COVID-19. In borrowing arrangements, the Group has not defaulted and there is no breach of any of the debt covenants. Further, impairment testing of tangible assets, goodwill and Group's investments in joint ventures and associates was also re-performed to assess any potential impairment on account of COVID 19. Based on the impairment assessment performed as at March 31, 2020, no further impairment was required to be recorded in the books of accounts.

The Group has also re-assessed its financial risk management policies and impact of any change on the related disclosures in the financial statements, on counterparty credit risk, liquidity risk and foreign currency risk and no material impact has been noted. Further, the Group has also evaluated its hedging arrangements and hedge effectiveness and no material impact was noted.

Accordingly, there is no material impact on the consolidated financial statements for the year ended March 31, 2020.

#### 42 Other matters

In 1996, Bharti Airtel Limited had obtained the permission from DoT to operate its Punjab license through one of its wholly owned subsidiary. However DoT cancelled the permission to operate in April, 1996 and subsequently reinstated in March, 1998. Accordingly, for the period from April 1996 to March, 1998 ('blackout period') the license fee was disputed and not paid by Bharti Airtel Limited.

Subsequently, basis the demand from DoT in 2001, Bharti Airtel Limited paid the disputed license fee of Rs. 4,856 for blackout period under protest. Consequently, the license was restored subject to arbitrator's adjudication on the dispute. The arbitrator adjudicated the matter in favour of DoT, which was challenged by the Group before Hon'ble Delhi High Court. In 2012, Hon'ble Delhi High Court passed an order setting aside the arbitrator's award, which was challenged by DoT and is pending before its division bench. Meanwhile, Bharti Airtel Limited had filed a writ petition for recovery of the disputed license fee and interest thereto. However, the single bench, despite taking the view that Bharti Airtel Limited is entitled to refund, dismissed the writ petition on the ground that the case is still pending with the larger bench. Bharti Airtel Limited therefore has filed appeal against the said order with division bench and is currently pending. DoT had also filed an appeal against the single judge order. Both these appeals are tagged together and are listed for final hearing.

TRAI vide Telecom Interconnect Usages Charges Regulation (Eleventh Amendment) 2015 has reduced the IUC charges for mobile termination charges to 14 paise from 20 paise and abolished the fixed-line termination charges. Bharti Airtel Limited has challenged the said Regulation before the Hon'ble Delhi High Court and the matter is currently pending.

- 43 The Group have evaluated events from March 31, 2020 through the date the standalone financials statement were issued. The subsequent events are provided with adequate disclosed in note no 4.
- 44 The consolidated financials statement of the company were approved by The Board of Directors on 29th July, 2020.

Table 1 - Details pertaining to share in net assets, profit or loss and total comprehensive income

S. No.	Name of the entity / Principal activities	% of shareholding as at March 31, 2020 and 2019 (Refer note 1 and 2)	Principal place of operation / country of incorporation	March 31, 2020					
				Net Assets ('N A'), i.e., total assets minus total liabilities		Share in profit or loss ('P&L')		Share in total comprehensive income ('TCI')	
				As % of consolidated N A	Amount	As % of consolidated P&L	Amount	As % of TCI	Amount
	<b>Parent</b>								
	<b>- Telecommunication services</b>								
1	Bharti Telecom Limited	100.00%	India	10.57%	83,102	3.35%	(6,661)	3.28%	(6,661)
	<b>Subsidiaries</b>								
	<b>A. Indian</b>								
	<b>- Telecommunication services</b>								
1	Bharti Airtel Limited	38.79%	India	128.96%	1,014,306	181.73%	(360,882)	177.55%	(360,952)
2	Bharti Hexacom Limited	27.15%	India	3.84%	30,200	13.68%	(27,165)	13.36%	(27,167)
3	Nxtra Data Limited	38.79%	India	0.13%	1,056	-0.36%	712	-0.35%	711
4	Smartx Services Limited	20.76%	India	0.00%	7	0.03%	(66)	0.03%	(66)
5	Telesonic Networks Limited	38.79%	India	0.62%	4,895	-2.06%	4,098	-2.01%	4,081
6	Airtel Digital Limited (formerly known as Wynk Limited)	38.79%	India	-0.02%	(139)	0.32%	(628)	0.31%	(630)
	<b>- Direct To Home services</b>								
1	Bharti Telemedia Limited	31.03%	India	-0.97%	(7,601)	-1.94%	3,857	-1.89%	3,852
	<b>- Infrastructure sharing services</b>								
1	Bharti Infratel Limited	20.76%	India	9.50%	74,743	-10.02%	19,900	-9.73%	19,790
	<b>- Investment Company</b>								
1	Nettle Infrastructure Investments Limited	38.79%	India	-7.96%	(62,645)	-2.42%	4,805	25.47%	(51,782)
	<b>- Other</b>								
1	Bharti Airtel Services Limited	38.79%	India	0.00%	(32)	-0.13%	254	-0.13%	255
2	Airtel International LLP ^	38.79%	India	0.01%	77	-0.02%	44	-0.02%	44
	<b>- Uplinking channels for broadcasters</b>								
1	Indo Teleports Limited	38.79%	India	-0.09%	(672)	0.04%	(70)	0.03%	(70)
	<b>B. Foreign</b>								
	<b>- Infrastructure sharing services</b>								
1	Congo RDC Towers S.A. ^	38.79%	Democratic Republic of Congo	-0.09%	(675)	0.01%	(18)	0.01%	(18)
2	Gabon Towers S.A. # ^	38.79%	Gabon	0.00%	(2)	0.00%	(0)	0.00%	(0)
3	Madagascar Towers S.A. ^	38.79%	Madagascar	0.10%	809	-0.09%	185	-0.09%	185
4	Malawi Towers Limited ^	38.79%	Malawi	-0.04%	(339)	0.00%	7	0.00%	7
5	Tanzania Towers Limited ^	19.78% (i)	Tanzania	0.00%	(35)	0.00%	1	0.00%	1
	<b>- Investment Company</b>								
1	Africa Towers N.V. ^	38.79%	Netherlands	-0.09%	(708)	0.05%	(98)	0.05%	(98)
2	Airtel Mobile Commerce B.V. ^	38.79%	Netherlands	-0.03%	(201)	0.04%	(83)	0.04%	(83)
3	Airtel Mobile Commerce Holdings B.V. ^	38.79%	Netherlands	0.00%	3	0.00%	2	0.00%	2
4	Airtel Africa Mauritius Limited	38.79%	Mauritius	14.16%	111,382	16.50%	(32,760)	16.11%	(32,760)
5	Airtel Africa Plc	21.73% (ii)	United Kingdom	40.52%	318,702	-13.50%	26,803	-13.18%	26,803
6	Airtel Mobile Commerce Nigeria B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
7	Airtel Mobile Commerce (Seychelles) B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
8	Airtel Mobile Commerce Congo B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
9	Airtel Mobile Commerce Kenya B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
10	Airtel Mobile Commerce Madagascar B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
11	Airtel Mobile Commerce Malawi B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
12	Airtel Mobile Commerce Rwanda B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
13	Airtel Mobile Commerce Tchad B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

S. No.	Name of the entity	% of shareholding as at March 31, 2020 and 2019 (Refer note 1 and 2)	Principal place of operation / country of incorporation	March 31, 2020					
				Net Assets ('N A'), i.e., total assets minus total liabilities		Share in profit or loss ('P&L')		Share in total comprehensive income ('TCI')	
				As % of consolidated N A	Amount	As % of consolidated P&L	Amount	As % of TCI	Amount
14	Airtel Mobile Commerce Uganda B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
15	Airtel Mobile Commerce Zambia B.V. ^	38.79%	Netherlands	0.00%	0	0.00%	-	0.00%	-
16	Bharti Airtel Africa B.V. ^	38.79%	Netherlands	14.34%	112,795	-11.31%	22,452	-11.04%	22,452
17	Bharti Airtel Chad Holdings B.V. ^	38.79%	Netherlands	-0.08%	(637)	0.00%	0	0.00%	0
18	Bharti Airtel Congo Holdings B.V. ^	38.79%	Netherlands	0.59%	4,636	-0.10%	202	-0.10%	202
19	Bharti Airtel Developers Forum Limited ^	37.38%	Zambia	0.00%	-	0.00%	-	0.00%	-
20	Bharti Airtel Holding (Mauritius) Limited	38.79%	Mauritius	1.47%	11,545	0.00%	(1)	0.00%	(1)
21	Bharti Airtel Overseas (Mauritius) Limited	38.79%	Mauritius	1.01%	7,963	-0.58%	1,142	-0.56%	1,142
22	Bharti Airtel Gabon Holdings B.V. ^	38.79%	Netherlands	1.23%	9,655	0.00%	(0)	0.00%	(0)
23	Bharti Airtel International (Mauritius) Limited	38.79%	Mauritius	2.43%	19,109	-0.27%	528	-0.26%	528
24	Bharti Airtel International (Netherlands) B.V. ^	38.79%	Netherlands	29.58%	232,661	-14.06%	27,917	-13.73%	27,917
25	Bharti Airtel Kenya B.V. ^	38.79%	Netherlands	-3.61%	(28,401)	1.47%	(2,925)	1.44%	(2,925)
26	Bharti Airtel Kenya Holdings B.V. ^	38.79%	Netherlands	-0.43%	(3,372)	0.07%	(142)	0.07%	(142)
27	Bharti Airtel Madagascar Holdings B.V. ^	38.79%	Netherlands	-0.61%	(4,808)	0.00%	0	0.00%	0
28	Bharti Airtel Malawi Holdings B.V. ^	38.79%	Netherlands	0.54%	4,240	-1.11%	2,200	-1.08%	2,200
29	Bharti Airtel Mali Holdings B.V. ^	38.79%	Netherlands	0.00%	(22)	0.01%	(24)	0.01%	(24)
30	Bharti Airtel Niger Holdings B.V. ^	38.79%	Netherlands	2.01%	15,792	-0.44%	867	-0.43%	867
31	Bharti Airtel Nigeria B.V. ^	38.79%	Netherlands	-12.18%	(95,774)	1.79%	(3,560)	1.75%	(3,560)
32	Bharti Airtel Nigeria Holdings II B.V. ^	38.79%	Netherlands	-0.02%	(125)	0.00%	(0)	0.00%	(0)
33	Bharti Airtel RDC Holdings B.V. ^	38.79%	Netherlands	-0.15%	(1,167)	0.00%	1	0.00%	1
34	Bharti Airtel Rwanda Holdings Limited ^	38.79%	Mauritius	0.00%	(24)	0.00%	(1)	0.00%	(1)
35	Bharti Airtel Services B.V. ^	38.79%	Netherlands	0.05%	361	0.01%	(14)	0.01%	(14)
36	Bharti Airtel Tanzania B.V. ^	38.79%	Netherlands	-0.58%	(4,600)	0.00%	(0)	0.00%	(0)
37	Bharti Airtel Uganda Holdings B.V. ^	38.79%	Netherlands	0.03%	197	-3.75%	7,442	-3.66%	7,442
38	Bharti Airtel Zambia Holdings B.V. ^	38.79%	Netherlands	1.50%	11,761	0.00%	(0)	0.00%	(0)
39	Celtel (Mauritius) Holdings Limited ^	38.79%	Mauritius	0.37%	2,945	0.00%	0	0.00%	0
40	Channel Sea Management Company (Mauritius) Limited ^	38.79%	Mauritius	0.00%	36	0.00%	(1)	0.00%	(1)
41	Indian Ocean Telecom Limited ^	38.79%	Jersey	0.21%	1,654	-0.15%	303	-0.15%	303
42	Montana International ^	38.79%	Mauritius	0.00%	(17)	0.00%	(1)	0.00%	(1)
43	Partnership Investments Sarl ^	38.79%	Democratic Republic of Congo	0.00%	-	0.00%	-	0.00%	-
44	Société Malgache de Téléphone Cellulaire S.A. ^	38.79%	Mauritius	0.01%	116	0.00%	(1)	0.00%	(1)
45	Bharti Airtel International (Mauritius) Investments Limited	38.79%	Mauritius	0.00%	(1)	0.00%	(1)	0.00%	(1)
<b>- Mobile commerce services</b>									
1	Airtel Mobile Commerce (Kenya) Limited ^	38.79%	Kenya	0.00%	0	0.00%	-	0.00%	-
2	Airtel Mobile Commerce (Seychelles) Limited ^	38.79%	Seychelles	-0.01%	(40)	0.00%	(3)	0.00%	(3)
3	Airtel Mobile Commerce (Tanzania) Limited ^	38.79%	Tanzania	0.00%	0	0.00%	(0)	0.00%	(0)
4	Airtel Mobile Commerce (Malawi) Limited ^	38.79%	Malawi	0.10%	798	-0.10%	198	-0.10%	198
5	Airtel Mobile Commerce Madagascar S.A. ^	38.79%	Madagascar	0.03%	207	-0.07%	130	-0.06%	130
6	Airtel Mobile Commerce Rwanda Limited ^	38.79%	Rwanda	0.00%	1	0.00%	-	0.00%	-
7	Airtel Mobile Commerce Tchad S.a.r.l. ^	38.79%	Chad	0.00%	0	0.00%	-	0.00%	-
8	Airtel Mobile Commerce Uganda Limited ^	38.79%	Uganda	0.00%	0	0.00%	-	0.00%	-
9	Airtel Mobile Commerce Zambia Limited ^	38.79%	Zambia	0.09%	721	-0.43%	852	-0.42%	852
10	Airtel Money (RDC) S.A. ^	38.21%	Democratic Republic of Congo	0.23%	1,796	-0.42%	831	-0.41%	831
11	Airtel Money Niger S.A. ^	34.91%	Niger	0.03%	199	-0.06%	111	-0.05%	111
12	Airtel Money S.A. (Gabon) ^	38.79%	Gabon	0.29%	2,298	-0.60%	1,200	-0.59%	1,200
13	Airtel Money Transfer Limited ^	38.79%	Kenya	0.00%	14	0.00%	(1)	0.00%	(1)
14	Mobile Commerce Congo S.A. ^	38.79%	Congo Brazzaville	0.00%	1	0.00%	-	0.00%	-
15	Airtel Money Tanzania Limited ^	19.78% (i)	Tanzania	0.03%	275	-0.28%	564	-0.28%	564

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

S.No.	Name of the entity	% of shareholding as at March 31, 2020 and 2019 (Refer note 1 and 2)	Principal place of operation / country of incorporation	March 31, 2020					
				Net Assets ('N A'), i.e., total assets minus total liabilities		Share in profit or loss ('P&L')		Share in total comprehensive income ('TCI')	
				As % of consolidated N A	Amount	As % of consolidated P&L	Amount	As % of TCI	Amount
16	Airtel Mobile Commerce Nigeria Limited ^ - Submarine Cable System	35.59% (iii)	Nigeria	0.00%	-	0.00%	-	0.00%	-
1	Network I2i Limited	38.79%	Mauritius	23.24%	182,764	0.34%	(681)	0.33%	(681)
2	Network I2I (Kenya) Limited (incorporated w.e.f. July 3, 2019) - Telecommunication services	38.79%	Kenya	0.00%	-	0.00%	-	0.00%	-
1	Airtel (Seychelles) Limited ^	38.79%	Seychelles	0.06%	508	-0.10%	197	-0.10%	197
2	Airtel Congo (RDC) S.A. ^	38.21%	Democratic Republic of Congo	-6.97%	(54,840)	-2.03%	4,032	-1.98%	4,032
3	Airtel Congo S.A. ^	34.91%	Congo Brazzaville	-0.22%	(1,742)	0.63%	(1,259)	0.62%	(1,259)
4	Airtel Gabon S.A. ^	38.00%	Gabon	-0.68%	(5,336)	0.12%	(243)	0.12%	(243)
5	Airtel Madagascar S.A. ^	38.79%	Madagascar	-1.22%	(9,607)	0.86%	(1,716)	0.84%	(1,716)
6	Airtel Malawi Plc ^	31.03% (iv)	Malawi	0.30%	2,364	-1.22%	2,422	-1.19%	2,422
7	Airtel Networks Kenya Limited @^	38.79%	Kenya	-4.09%	(32,146)	1.53%	(3,048)	1.50%	(3,048)
8	Airtel Networks Limited ^	35.59% (iii)	Nigeria	3.78%	29,737	-12.88%	25,571	-12.58%	25,571
9	Airtel Rwanda Limited ^	38.79%	Rwanda	-2.65%	(20,810)	1.73%	(3,428)	1.69%	(3,428)
10	Airtel Tanzania Public Limited Company ^ (Formerly known as Airtel Tanzania Limited)	19.78% (i)	Tanzania	-4.01%	(31,501)	-0.70%	1,386	-0.68%	1,386
11	Airtel Tchad S.A. ^	38.79%	Chad	-0.76%	(5,986)	-0.02%	44	-0.02%	44
12	Airtel Uganda Limited ^	38.79%	Uganda	0.16%	1,269	-3.15%	6,260	-3.08%	6,260
13	Bharti Airtel (France) SAS	38.79%	France	0.11%	835	-0.09%	185	-0.09%	185
14	Bharti Airtel (Hong Kong) Limited	38.79%	Hong Kong	0.05%	374	-0.08%	161	-0.08%	161
15	Bharti Airtel (Japan) Private Limited	38.79%	Japan	0.00%	9	0.00%	4	0.00%	4
16	Bharti Airtel (UK) Limited	38.79%	United Kingdom	0.17%	1,346	-0.20%	403	-0.20%	403
17	Bharti Airtel (USA) Limited	38.79%	United States of America	0.12%	960	0.00%	9	0.00%	9
18	Bharti Airtel Lanka (Private) Limited	38.79%	Sri Lanka	-0.32%	(2,552)	1.09%	(2,165)	1.07%	(2,167)
19	Bharti International (Singapore) Pte. Ltd.	38.79%	Singapore	1.64%	12,881	0.02%	(47)	0.02%	(47)
20	Celtel Niger S.A. ^	34.91%	Niger	-0.40%	(3,142)	1.09%	(2,158)	1.06%	(2,158)
21	Airtel Networks Zambia Plc ^	37.38%	Zambia	-0.29%	(2,289)	0.52%	(1,034)	0.51%	(1,034)
	Non-Controlling Interest in all subsidiaries			82.98%	652,646	-133.16%	264,418	-129.46%	263,177
	Associates (Investment as per the equity method)								
	A. Indian								
	- Financial Services								
1	Seynse Technologies Private Limited	8.74%	India	0.00%	-	0.00%	-	0.00%	-
	- Mobile commerce services								
1	Airtel Payments Bank Limited	31.07%	India	1.27%	10,010	2.36%	(4,684)	2.30%	(4,678)
	- Others								
1	Juggernaut Books Private Limited	6.9% (v)	India	0.01%	107	0.00%	(2)	0.00%	(2)
	B. Foreign								
	- Submarine cable system								
1	Seychelles Cable Systems Company Limited ^	10.09%	Seychelles	0.03%	261	-0.01%	13	-0.01%	13
	- Telecommunication services								
1	Robi Axiata Limited	9.70%	Bangladesh	3.26%	25,649	-0.06%	128	-0.07%	146
2	RedDot Digital Limited (Incorporated on 5 November 2019)	9.70%	Bangladesh	0.00%	-	0.00%	-	0.00%	-

**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

S.No.	Name of the entity	% of shareholding as at March 31, 2020 and 2019 (Refer note 1 and 2)	Principal place of operation / country of incorporation	March 31, 2020					
				Net Assets ('N A'), i.e., total assets minus total liabilities		Share in profit or loss ('P&L')		Share in total comprehensive income ('TCI')	
				As % of consolidated N A	Amount	As % of consolidated P&L	Amount	As % of TCI	Amount
	Joint Ventures (Investment as per the equity method)								
	<b>A. Indian</b>								
	- Passive infrastructure services								
1	Indus Towers Limited	8.72%	India	7.71%	60,673	-6.62%	13,151	-6.46%	13,142
	- Telecommunication services								
1	FireFly Networks Limited	19.40%	India	0.00%	31	-0.01%	27	-0.01%	27
	<b>B. Foreign</b>								
	- Provision of regional mobile services								
1	Bridge Mobile Pte Limited	3.88%	Singapore	0.01%	77	0.00%	5	0.00%	5
	- Telecommunication services								
1	Bharti Airtel Ghana Holdings B.V.	19.40%	Netherlands	0.00%	0	1.06%	(2,114)	1.04%	(2,114)
	Inter-company eliminations / adjustments on consolidation			-240.94%	(1,895,044)	94.13%	(186,915)	-7.91%	16,077
	<b>Total</b>			<b>100%</b>	<b>786,532</b>	<b>100%</b>	<b>(198,577)</b>	<b>26%</b>	<b>(203,296)</b>

**Notes:**
**1 - Changes in shareholding during the year ended March 31, 2020:**

- The effective holding of company has reduced to 19.78% (30.60% in March 31, 2019) during the year ended March 31, 2020.
- The Company has reduced its shareholding to 21.73% (34.23% in March 31, 2019) during the year ended March 31, 2020.
- The Company has reduced its shareholding to 35.59% (45.98% in March 31, 2019) during the year ended March 31, 2020.
- The Company has reduced its shareholding to 31.03.00% (51.10% in March 31, 2019) during the year ended March 31, 2020.
- The Company has reduced its shareholding to 6.90% (9.69% in March 31, 2019) during the year ended March 31, 2020.

**2 - Others**

# Under liquidation

@ The Group also holds 38.79% preference shareholding in the Company. The preference shares do not carry any voting rights.

^ During the period effective shareholding of Airtel Africa Plc ('AAP') has been changed to 21.73%, due to which effective shareholding of entities owned by AAL directly/ indirectly will undergo change vis-à-vis the % presented in the above table.

The figures which are appearing as '0' are result of rounding off.



**BHARTI TELECOM LIMITED**

Consolidated Notes to Accounts the year ended March 31, 2020

(All amounts are in millions of Indian Rupees - "Rs" unless stated otherwise)

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Table 2 - Details pertaining to share in other comprehensive income

S. No.	Name of the entity	% of shareholding as at March 31, 2020 and 2019 (Refer note 1 and 2)	Principal place of operation / country of incorporation	March 31, 2020	
				Share in other comprehensive income ('OCI')	
				As % of OCI	Amount
	<b>Parent</b>				
1	<b>Telecommunication services</b>				
	Bharti Telecom Limited	100.00%	India	0.00%	-
	<b>Subsidiaries</b>				
	<b>- Indian</b>				
	<b>- Telecommunication services</b>				
1	Bharti Airtel Limited	38.79%	India	1.48%	(70)
2	Bharti Hexacom Limited	27.15%	India	0.04%	(2)
3	Nxtra Data Limited	38.79%	India	0.02%	(1)
4	Telesonic Networks Limited	38.79%	India	0.36%	(17)
5	Airtel Digital Limited (formerly known as Wynn Limited)	38.79%	India	0.04%	(2)
	<b>- Direct To Home services</b>				
1	Bharti Telemedia Limited	31.03%	India	0.11%	(5)
	<b>- Infrastructure sharing services</b>				
1	Bharti Infratel Limited	20.76%	India	2.33%	(110)
	<b>- Investment Company</b>				
1	Nettle Infrastructure Investments Limited	38.79%	India	1199.18%	(56,587)
	<b>- Other</b>				
1	Bharti Airtel Services Limited	38.79%	India	-0.02%	1
	<b>- Foreign</b>				
	<b>- Telecommunication services</b>				
1	Bharti Airtel Lanka (Private) Limited	38.79%	Sri Lanka	0.04%	(2)
	<b>Minority Interests in all subsidiaries</b>			26.29%	(1,241)
	<b>Associates (Investment as per the equity method)</b>				
	<b>A. Foreign</b>				
	<b>- Telecommunication services</b>				
1	Robi Axiata Limited	9.70%	Bangladesh	-0.38%	18
	<b>- Mobile commerce services</b>				
1	Airtel Payments Bank Limited	31.07%	India	-0.13%	6
	<b>Joint Ventures (Investment as per the equity method)</b>				
	<b>A. Indian</b>				
	<b>- Passive infrastructure services</b>				
1	Indus Towers Limited	8.72%	India	0.19%	(9)
	Inter-company eliminations / adjustments on consolidation			-1129.57%	53,302
	<b>Total</b>			<b>100%</b>	<b>(4,719)</b>

Salient features of the financial statement of subsidiaries, associates and joint ventures for the year ended March 31, 2020, pursuant to Section 129 (3) of the Companies Act 2013

Part A - Subsidiaries

INR in Million

S. No.	Name of the Subsidiary	Date on which subsidiary was acquired / incorporated	Country of Registration	Reporting Currency	Reporting Period	Financial Year End	Exchange Rate as of March 31, 2020	Share Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit/ (Loss) Before Taxation	Provision for Taxation	Profit/ (Loss) After Taxation	Proposed Dividend	% of shareholding
1	Bharti Airtel Limited	July 07, 1995	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	27,278	987,014	3,003,728	1,989,436	101,683	543,171	(510,209)	(149,327)	(360,882)	10,911	38.79%
2	Bharti Airtel (France) SAS	June 9, 2010	France	EUR	Apr'19 to Mar'20	March 31, 2020	83.53	1	834	3,730	2,895	101,683	2,297	277	92	185	-	100%
3	Bharti Airtel (Hong Kong) Limited	October 12, 2006	Hong Kong	HKD	Apr'19 to Mar'20	March 31, 2020	9.76	27	347	779	405	-	620	191	30	161	-	100%
4	Bharti Airtel (Japan) Private Limited	April 5, 2010	Japan	JPY	Apr'19 to Mar'20	March 31, 2020	0.70	0	9	49	40	-	39	6	1	5	-	100%
5	Bharti Airtel Services Limited	March 26, 2001	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	1	(33)	3,740	3,772	47	3,867	509	255	254	-	100%
6	Bharti Airtel (UK) Limited	August 29, 2006	United Kingdom	GBP	Apr'19 to Mar'20	March 31, 2020	93.85	24	1,322	5,482	4,136	-	38,371	498	96	402	-	100%
7	Bharti Airtel (USA) Limited	September 12, 2006	United States of America	USD	Apr'19 to Mar'20	March 31, 2020	75.68	-	960	1,530	570	-	1,334	18	9	9	-	100%
8	Bharti International (Singapore) Pte Ltd	March 18, 2010	Singapore	USD	Apr'19 to Mar'20	March 31, 2020	75.68	115,422	(102,541)	44,848	31,967	25,956	9,791	142	190	(48)	-	100%
9	Bharti Airtel International (Mauritius) Limited	April 6, 2010	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	225,122	(206,013)	19,128	19	-	-	542	14	528	-	100%
10	Bharti Airtel Lanka (Private) Limited	March 29, 2007	Sri Lanka	LKR	Apr'19 to Mar'20	March 31, 2020	0.40	23,117	(25,669)	8,188	10,740	-	4,552	(2,148)	17	(2,165)	-	100%
11	Bharti Hexacom Limited	May 18, 2004	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	2,500	27,700	148,311	118,111	6,254	38,741	(34,348)	(7,183)	(27,165)	-	70%
12	Indo Teleports Limited	March 4, 2009	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	230	(902)	439	1,111	-	260	(70)	-	(70)	-	100%
13	Bharti Infratel Limited	November 30, 2006	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	18,496	116,927	200,145	64,722	111,701	67,423	37,874	4,899	32,985	7,583	53.51%
14	Smartx Services Limited	September 21, 2015	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	30	(23)	447	440	-	146	(59)	7	(66)	-	53.51%
15	Bharti Telemedia Limited	June 5, 2007	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	5,102	(12,703)	36,980	44,581	7,293	29,238	9,008	5,151	3,857	-	80%
16	Network I2i Limited	September 28, 2007	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	154,227	28,537	313,301	130,537	3,012	6,413	(492)	189	(681)	-	100%
17	Telesonic Networks Limited	February 5, 2013	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	939	3,956	21,883	16,988	-	17,689	5,586	1,488	4,098	-	100%
18	Nxta Data Limited	July 2, 2013	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	90	966	14,095	13,039	4	10,854	904	192	712	-	100%
19	Airtel Digital Limited (formerly known as Wynk Limited)	January 13, 2015	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	1	(140)	2,625	2,764	-	5,466	(810)	(182)	(628)	-	100%
20	Nettle Infrastructure Investments Limited (formerly known as Nettle Developers Limited)	March 14, 2017	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	1	(62,646)	72,367	135,012	320	-	4,805	-	4,805	-	100%
21	Bharti Airtel International (Mauritius) Investments Limited	March 26, 2018	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(3)	(1)	0	-	-	(1)	-	(1)	-	100%
22	Bharti Airtel Holding (Mauritius) Limited	June 27, 2018	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	10,789	756	11,546	1	-	-	(1)	-	(1)	-	100%
23	Bharti Airtel Overseas (Mauritius) Limited	June 28, 2018	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	10,787	(2,825)	7,962	0	7,942	-	1,142	-	1,142	-	100%
24	Airtel Africa Mauritius Limited	June 28, 2018	Mauritius	USD	Apr'19 to Mar'20	March 31, 2020	75.68	137,206	(25,824)	151,724	40,342	-	-	(32,760)	-	(32,760)	-	100%
25	Network I2i (Kenya) Limited	July 3, 2019	Kenya	KES	Apr'19 to Mar'20	March 31, 2020	0.72	-	-	-	-	-	-	-	-	-	-	100%
26	Bharti Airtel International (Netherlands) B.V.	March 19, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	176,551	104,231	504,661	221,879	-	-	29,323	(564)	29,887	-	56.01%
27	Bharti Airtel Africa B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	42	114,005	454,478	340,431	-	-	24,036	1	24,035	-	56.01%

Salient features of the financial statement of subsidiaries, associates and joint ventures for the year ended March 31, 2020, pursuant to Section 129 (3) of the Companies Act 2013

Part A - Subsidiaries

INR in Million

S. No.	Name of the Subsidiary	Date on which subsidiary was acquired / incorporated	Country of Registration	Reporting Currency	Reporting Period	Financial Year End	Exchange Rate as of March 31, 2020	Share Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit/ (Loss) Before Taxation	Provision for Taxation	Profit/ (Loss) After Taxation	Proposed Dividend	% of shareholding
28	Bharti Airtel Chad Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	510	15,886	15,375		-	0	-	0	-	56.01%
29	Airtel Tchad S.A.	June 8, 2010	Chad	XOF	Jan'19 to Dec'19	December 31, 2019	0.13	3,540	(9,099)	12,865	18,424	-	7,875	311	402	(91)	-	56.01%
30	Bharti Airtel Gabon Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	10,267	10,577	308	-	-	(0)	-	(0)	-	56.01%
31	Airtel Gabon S.A.	June 8, 2010	Gabon	XAF	Jan'19 to Dec'19	December 31, 2019	0.13	764	(6,111)	10,338	15,685	-	9,430	(105)	212	(317)	-	54.86%
32	Bharti Airtel Congo Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	7,572	19,408	11,834	-	-	218	-	218	-	56.01%
33	Airtel Congo S.A.	June 8, 2010	Congo Brazzaville	XAF	Jan'19 to Dec'19	December 31, 2019	0.13	490	(1,748)	20,721	21,979	-	8,444	(1,342)	50	(1,392)	-	50.41%
34	Bharti Airtel RDC Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	(1,128)	62,394	63,521	-	-	(0)	-	(0)	-	56.01%
35	Airtel Congo (RDC) S.A.	June 8, 2010	Democratic Republic of Congo	USD	Jan'19 to Dec'19	December 31, 2019	75.68	26	(58,704)	38,952	97,630	-	20,798	688	(2,834)	3,522	-	55.17%
36	Bharti Airtel Mali Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	182	750	567	-	-	(25)	-	(25)	-	56.01%
37	Bharti Airtel Kenya Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	(3,373)	92,243	95,615	-	-	(152)	-	(152)	-	56.01%
38	Bharti Airtel Kenya B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(15,956)	80,882	96,836	-	-	(3,063)	69	(3,132)	-	56.01%
39	Airtel Networks Kenya Limited #	June 8, 2010	Kenya	KES	Jan'19 to Dec'19	December 31, 2019	0.72	18,800	(46,164)	25,581	52,945	-	15,375	(1,922)	26	(1,948)	-	56.01%
40	Bharti Airtel Malawi Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	4,385	3,177	(1,210)	-	-	2,765	433	2,332	-	56.01%
41	Airtel Malawi Plc	June 8, 2010	Malawi	MWK	Jan'19 to Dec'19	December 31, 2019	0.10	0	2,823	10,593	7,770	8	11,779	1,695	679	1,016	-	44.81%
42	Bharti Airtel Niger Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	16,292	16,307	14	-	-	1,057	115	942	-	56.01%
43	Celtel Niger S.A.	June 8, 2010	Niger	XOF	Jan'19 to Dec'19	December 31, 2019	0.13	191	(1,453)	20,571	21,833	-	9,039	(857)	(366)	(491)	-	50.41%
44	Airtel Networks Zambia Plc	June 8, 2010	Zambia	ZMW	Jan'19 to Dec'19	December 31, 2019	4.23	4	(170)	10,769	10,935	-	9,077	888	838	50	-	53.97%
45	Bharti Airtel Uganda Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	691	1,805	1,112	-	-	7,978	-	7,978	-	56.01%
46	Airtel Uganda Limited	June 8, 2010	Uganda	UGX	Jan'19 to Dec'19	December 31, 2019	0.02	28	2,436	26,526	24,062	-	27,844	8,978	3,098	5,880	-	56.01%
47	Bharti Airtel Tanzania B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(4,003)	38,372	42,373	-	-	(0)	-	(0)	-	56.01%
48	Airtel Tanzania Public Limited Company (formerly known as Airtel Tanzania Limited)	June 8, 2010	Tanzania	TZS	Jan'19 to Dec'19	December 31, 2019	0.03	1,578	(32,807)	19,693	50,922	-	16,441	1,101	116	985	-	28.57%
49	Bharti Airtel Madagascar Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(2,754)	13,781	16,533	-	-	(0)	-	(0)	-	56.01%
50	Channel Sea Management Company (Mauritius) Limited	June 8, 2010	Mauritius	USD	Jan'19 to Dec'19	December 31, 2019	75.68	1	36	1	(36)	-	-	(1)	(0)	(1)	-	56.01%
51	Bharti Airtel Rwanda Holdings Limited	June 8, 2010	Mauritius	USD	Jan'19 to Dec'19	December 31, 2019	75.68	3	(26)	16,456	16,479	-	-	(1)	-	(1)	-	56.01%
52	Montana International	June 8, 2010	Mauritius	USD	Jan'19 to Dec'19	December 31, 2019	75.68	0	(16)	4	20	-	-	(1)	-	(1)	-	56.01%
53	Airtel Madagascar S.A.	June 8, 2010	Madagascar	MGA	Jan'19 to Dec'19	December 31, 2019	0.02	60	(8,926)	8,028	16,894	-	2,636	(1,267)	(306)	(961)	-	56.01%
54	Bharti Airtel Nigeria Holdings II B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(126)	174,013	174,137	-	-	(0)	-	(0)	-	56.01%
55	Bharti Airtel Nigeria B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	1	(68,492)	107,346	175,837	-	-	(3,523)	323	(3,846)	-	56.01%
56	Bharti Airtel Services B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	359	943	582	-	-	(15)	-	(15)	-	56.01%
57	Airtel Networks Limited	June 8, 2010	Nigeria	NGN	Jan'19 to Dec'19	December 31, 2019	0.20	811	20,573	93,385	72,001	-	92,056	32,963	10,362	22,601	-	51.38%
58	Bharti Airtel Zambia Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	16,202	16,306	102	-	-	(0)	-	(0)	-	56.01%
59	Airtel Mobile Commerce (Malawi) Limited	June 8, 2010	Malawi	MWK	Jan'19 to Dec'19	December 31, 2019	0.10	-	-	1,158	1,158	-	-	-	-	-	-	56.01%

Salient features of the financial statement of subsidiaries, associates and joint ventures for the year ended March 31, 2020, pursuant to Section 129 (3) of the Companies Act 2013

Part A - Subsidiaries

INR in Million

S. No.	Name of the Subsidiary	Date on which subsidiary was acquired / incorporated	Country of Registration	Reporting Currency	Reporting Period	Financial Year End	Exchange Rate as of March 31, 2020	Share Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit/ (Loss) Before Taxation	Provision for Taxation	Profit/ (Loss) After Taxation	Proposed Dividend	% of shareholding
60	Airtel Mobile Commerce (Kenya) Limited	June 8, 2010	Kenya	KES	Jan'19 to Dec'19	December 31, 2019	0.72	0	-	997	997	-	-	-	-	-	-	56.01%
61	Celtel (Mauritius) Holdings Limited	June 8, 2010	Mauritius	USD	Jan'19 to Dec'19	December 31, 2019	75.68	1	3,035	8,762	5,726	-	-	(0)	-	(0)	-	56.01%
62	Airtel Mobile Commerce Zambia Limited	June 8, 2010	Zambia	ZMW	Jan'19 to Dec'19	December 31, 2019	4.23	8	518	2,873	2,347	-	2,133	901	288	613	-	56.01%
63	Airtel Mobile Commerce Tchad S.a.r.l.	June 8, 2010	Chad	XOF	Jan'19 to Dec'19	December 31, 2019	0.13	0	-	199	199	-	-	-	-	-	-	56.01%
64	Airtel Mobile Commerce B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	(178)	1,370	1,546	-	-	(88)	-	(88)	-	56.01%
65	Airtel Money S.A. (Gabon)	October 26, 2010	Gabon	XAF	Jan'19 to Dec'19	December 31, 2019	0.13	1	1,977	3,120	1,142	-	3,252	1,717	448	1,269	-	56.01%
66	Malawi Towers Limited	December 15, 2010	Malawi	MWK	Jan'19 to Dec'19	December 31, 2019	0.10	1	(272)	2,360	2,631	-	948	1,835	2	1,833	-	56.01%
67	Airtel Money Niger S.A.	June 8, 2010	Niger	XOF	Jan'19 to Dec'19	December 31, 2019	0.13	167	20	237	50	-	232	174	50	124	-	50.41%
68	Société Malgache de Téléphone Cellulaire S.A.	June 8, 2010	Mauritius	USD	Jan'19 to Dec'19	December 31, 2019	75.68	3	165	189	21	-	-	(1)	-	(1)	-	56.01%
69	Airtel Mobile Commerce Holdings B.V.	June 8, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	2	1	-	(3)	-	-	2	-	2	-	56.01%
70	Indian Ocean Telecom Limited	October 19, 2010	Jersey	USD	Jan'19 to Dec'19	December 31, 2019	75.68	189	1,491	1,675	(5)	-	-	33	-	33	-	56.01%
71	Airtel (Seychelles) Limited	August 27, 2010	Seychelles	SCR	Jan'19 to Dec'19	December 31, 2019	5.51	198	532	2,674	1,944	264	1,788	303	55	248	-	56.01%
72	Airtel Mobile Commerce (Tanzania) Limited	November 11, 2010	Tanzania	TZS	Jan'19 to Dec'19	December 31, 2019	0.03	0	-	5,867	5,867	-	-	-	-	-	-	56.01%
73	Airtel Mobile Commerce Uganda Limited	October 7, 2010	Uganda	UGX	Jan'19 to Dec'19	December 31, 2019	0.02	0	-	5,489	5,489	-	-	-	-	-	-	56.01%
74	Africa Towers N.V.	October 5, 2010	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	5	(710)	1,655	2,360	-	-	(105)	-	(105)	-	56.01%
75	Madagascar Towers S.A.	March 15, 2011	Madagascar	MGA	Jan'19 to Dec'19	December 31, 2019	0.02	0	732	1,677	945	-	626	(261)	(30)	(231)	-	56.01%
76	Mobile Commerce Congo S.A.	June 8, 2010	Congo Brazzaville	XAF	Jan'19 to Dec'19	December 31, 2019	0.13	1	-	448	447	-	-	-	-	-	-	56.01%

**Salient features of the financial statement of subsidiaries, associates and joint ventures for the year ended March 31, 2020, pursuant to Section 129 (3) of the Companies Act 2013**

**Part A - Subsidiaries**

INR in Million

S. No.	Name of the Subsidiary	Date on which subsidiary was acquired / incorporated	Country of Registration	Reporting Currency	Reporting Period	Financial Year End	Exchange Rate as of March 31, 2020	Share Capital	Reserves	Total Assets	Total Liabilities	Investments*	Turnover	Profit/ (Loss) Before Taxation	Provision for Taxation	Profit/ (Loss) After Taxation	Proposed Dividend	% of shareholding
77	Tanzania Towers Limited	March 15, 2011	Tanzania	TZS	Jan'19 to Dec'19	December 31, 2019	0.03	0	(35)	-	35	-	-	1	-	1	-	28.57%
78	Airtel Money (RDC) S.A.	June 8, 2010	Democratic Republic of Congo	USD	Jan'19 to Dec'19	December 31, 2019	75.68	189	1,346	3,478	1,943	-	2,178	1,332	459	873	-	55.17%
79	Congo RDC Towers S.A.	April 5, 2011	Democratic Republic of Congo	USD	Jan'19 to Dec'19	December 31, 2019	75.68	8	(677)	448	1,117	-	-	(19)	0	(19)	-	56.01%
80	Gabon Towers S.A. ##	May 17, 2011	Gabon	XAF	Jan'19 to Dec'19	December 31, 2019	0.13	1	(3)	0	2	-	-	(0)	(0)	(0)	-	54.86%
81	Airtel Mobile Commerce Madagascar S.A.	April 5, 2011	Madagascar	MGA	Jan'19 to Dec'19	December 31, 2019	0.02	10	175	857	672	-	542	133	3	130	-	56.01%
82	Airtel Rwanda Limited	September 2, 2011	Rwanda	RWF	Jan'19 to Dec'19	December 31, 2019	0.08	8	(20,508)	10,176	30,676	-	3,481	(4,339)	(41)	(4,298)	-	56.01%
83	Airtel Africa Plc	July 12, 2018	United Kingdom	USD	Apr'19 to Mar'20	March 31, 2020	75.68	258,805	76,943	335,890	142	-	-	28,952	2	28,950	8,532	56.01%
84	Airtel Mobile Commerce (Rwanda) Limited	February 22, 2013	Rwanda	RWF	Jan'19 to Dec'19	December 31, 2019	0.08	1	-	363	362	-	-	-	-	-	-	56.01%
85	Airtel Mobile Commerce (Seychelles) Limited	August 9, 2013	Seychelles	SCR	Jan'19 to Dec'19	December 31, 2019	5.51	6	(45)	28	67	-	0	(3)	1	(4)	-	56.01%
86	Airtel Money Tanzania Limited	June 10, 2016	Tanzania	TZS	Jan'19 to Dec'19	December 31, 2019	0.03	0	335	566	231	-	1,274	472	136	336	-	28.57%
87	Airtel Mobile Commerce Nigeria B.V.	December 5, 2018	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	1,051	1,051	-	-	-	-	-	-	56.01%
88	Airtel Mobile Commerce (Nigeria) Limited	August 31, 2017	Nigeria	NGN	Jan'19 to Dec'19	December 31, 2019	0.20	-	-	-	-	-	-	-	-	-	-	51.38%
89	Airtel Mobile Commerce (Seychelles) B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
90	Airtel Mobile Commerce Congo B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
91	Airtel Mobile Commerce Kenya B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
92	Airtel Mobile Commerce Madagascar B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
93	Airtel Mobile Commerce Malawi B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
94	Airtel Mobile Commerce Rwanda B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
95	Airtel Mobile Commerce Tchad B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	0	(0)	-	-	-	-	-	-	56.01%
96	Airtel Mobile Commerce Uganda B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
97	Airtel Mobile Commerce Zambia B.V.	January 29, 2019	Netherlands	USD	Apr'19 to Mar'20	March 31, 2020	75.68	0	-	-	(0)	-	-	-	-	-	-	56.01%
98	Airtel Money Transfer Limited	July 20, 2015	Kenya	KES	Jan'19 to Dec'19	December 31, 2019	0.72	14	-	18	4	-	0	0	-	0	-	56.01%
99	Airtel International LLP	March 27, 2019	India	INR	Apr'19 to Mar'20	March 31, 2020	1.00	33	44	249	172	-	-	44	-	44	-	56.01%

**Notes:**

- The above financial information is basis audited / unaudited financial statements / financial information considered for the purpose of consolidated audited Ind AS financial statements.
  - The figures which are appearing as '0' are result of rounding off.
  - All particulars has been converted using closing exchange rate as on March 31st 2020.
  - During the period effective shareholding of Airtel Africa Plc has been changed to 56.01%, due to which effective shareholding of entities owned by Airtel Africa Plc directly/ indirectly will undergo change vis-à-vis the % presented in the above table.
  - Financial information has been extracted from the submission considered for the purpose of consolidated audited Ind AS financial statements.
- # Share capital includes preference share capital.  
## The subsidiary is under liquidation as at March 31, 2020.  
\* Investments exclude investments in subsidiaries.

**Other details:**

**I. Subsidiaries yet to commence operations:**

- Partnership Investments SARL
- Bharti Airtel Developers Forum Limited
- Network I2I (Kenya) Limited (incorporated on July 3, 2019)

**II. Subsidiaries have been liquidated/sold during the year:**

- Bharti Digital Networks Private Limited (Formerly known as Tikona Digital Networks Private Limited)

Salient features of the financial statement of subsidiaries, associates and joint ventures for the year ended March 31, 2020, pursuant to Section 129 (3) of the Companies Act 2013

Part B - Associates and Joint Ventures

INR in Million

S. No.	Name of the Associate / Joint Venture	Date on which Associate / Joint Venture was associated or acquired	Latest audited Balance Sheet date	Share of Associates / Joint Ventures held as of March 31, 2020			Description of how there is significant influence / joint control	Net Worth attributable to shareholders as per latest audited Balance Sheet	Profit / (loss) for the year ended March 31, 2020	
				Number of shares	Amount of Investment in Associate / Joint Venture	Extent of holding %			Considered in consolidation	Not Considered in consolidation
	<b>Associates</b>									
1	Robi Axiata Limited @	November 16, 2016	December 31, 2019	1,178,535,001	25,649	25%	By virtue of shareholding	13,313	128	-
2	Seynse Technologies Private Limited	February 21, 2017	March 31, 2019	6,824	-	22.54%		18	-	-
3	Seychelles Cable Systems Company Limited**	June 8, 2010	June 30, 2019	260	261	14.56%		134	13	-
4	Airtel Payments Bank Limited	October 25, 2018	March 31, 2020	805,025,128	10,010	80.10%	By virtue of shareholder agreement	2,244	(4,684)	-
5	Juggernaut Books Private Limited***	November 26, 2017	March 31, 2019	2,100,471	107	17.79%		11	(2)	-
	<b>Joint Ventures</b>									
1	Bridge Mobile Pte Limited	November 3, 2004	March 31, 2019	800,000	77	10%	By virtue of shareholding	72	5	-
2	Indus Towers Limited *	December 7, 2007	March 31, 2020	500,504	60,673	22.47%		30,671	13,151	-
3	FireFly Networks Limited	February 4, 2014	March 31, 2019	1,000,000	31	50%		17	27	-
4	Bharti Airtel Ghana Holdings B.V. #	October 12, 2017	March 31, 2017	18,000	0.000001^	50%		NA#	(2,114) ^	-
5	Airtel Ghana Limited #	October 12, 2017	December 31, 2018	440,709,862		50%		0		-

@RedDot Digital Limited is incorporated on November 5, 2019 and is subsidiary of Robi Axiata Limited.

\* Profit / (loss) considered for consolidation is based on direct shareholding of Bharti Infratel Limited as against effective shareholding of the Company.

\*\* The group has reduced its shareholding to 14.56% (17.79% in March 31, 2019) during the year ended March 31, 2020.

\*\*\* The group has reduced its shareholding to 17.79% (19.35% in March 31, 2019) during the year ended March 31, 2020.

# The group has acquired stake in joint venture during the year ended March 31, 2018. However, the latest audited balance sheet is pertaining to the period prior to the acquisition date.

^ Amount considered for Ghana entities are consolidated number.

**Notes :**

Amount of investment in joint venture / associate is based on the carrying value of investments in the consolidated financial statements of Bharti Airtel Limited.

Mobile Financial Services Limited and Millicom Ghana Company Limited have been liquidated during financial year 2020.



## **BHARTI TELECOM LIMITED**

**Registered Office :**

Airtel Centre, Plot No. 16,  
Udyog Vihar, Phase - IV, Gurgaon,  
Haryana - 122 001, India.

**Corporate Office :**

Bharti Crescent,  
1, Nelson Mandela Road,  
Vasant Kunj, Phase - II,  
New Delhi - 110 070, India.

**BHARTI TELECOM LIMITED**

Bharti Crescent, 1, Nelson Mandela Road,  
Vasant Kunj, Phase - II, New Delhi - 110 070,  
India.