



April 13, 2023

National Stock Exchange of India Limited

Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E),
Mumbai-400051, India

Ref: Bharti Telecom Limited

Subject: Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the quarter ended March 31, 2023)

Dear Sir/ Madam,

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 enclosed herewith Quarterly Compliance Report on Corporate Governance in the format prescribed by SEBI circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021 for the quarter ended March 31, 2023.

This is for your information and records.

Thanking you,
Sincerely Yours

For Bharti Telecom Limited

Rohit Krishan Puri
Company Secretary
Address: Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase II, New Delhi - 110 070
Membership No.: A19779

Bharti Telecom Limited

(a Bharti Enterprise)

Regd. Office: Plot No. 16, Phase-IV, Udyog Vihar, Gurgaon – 122 001 (Haryana)
Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, www.bhartitelecom.in

CIN: U32039HR1985PLC032091

Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	Bharti Telecom Limited
Date of Start of Financial Year	1-Apr-22
Date of End of Financial Year	31-Mar-23
Quarter Ended	31-Mar-23
Reporting Quarter	Yearly
Date of Submission of report on NEAPS	12-Apr-23
Whether the Company was HVDL as on March 31, 2022.	YES
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	NO

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent / Nominee)&	Initial date of Appointment	Date of Reap-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sunil Bharti Mittal	PAN: ABBPM8878J DIN: 00042491	Non-Executive -Chairperson	16-10-1986				10/23/1957	2	0	0	0
Mr.	Devendra Khanna	PAN: AAFPK2893L DIN: 01996768	Executive Director	29-01-2008				7/14/1960	2	0	1	0
Mr.	Rajan Bharti Mittal	PAN: ABBPM8873D DIN: 00028016	Non-Executive - Non Independent Director	16-03-1989				1/1/1960	3	0	4	2
Ms.	Chua Sock Koong	PAN: AVLPC7431R DIN: 00047851	Non-Executive - Non Independent Director	27-02-2003				14-09-1957	2	0	0	0
Mr.	Tao Yih Arthur Lang	PAN: AXIPL4588R DIN: 07798156	Non-Executive - Non Independent Director	5/10/2017				1/6/1972	2	0	2	0
Mr.	Ravi Kumar Kaushal	PAN: AANPK1021C DIN: 02814471	Non Executive Independent Director	1/26/2021			26	3/26/1956	1	1	1	0
Mr.	Arvind Kohli	PAN: AINPK7898K DIN: 00001920	Non-Executive -Independent Director	3/23/2023			1	30/07/1961	2	2	2	0
Whether Regular chairperson appointed YES												
Whether Chairperson is related to managing director or CEO NO												
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	3/16/1989	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	5/10/2017	
		Ravi Kumar Kaushal	Non-Executive - Independent Director	1/26/2021	
		Arvind Kohli	Non-Executive - Independent Director	3/23/2023	
2. Nomination & Remuneration Committee	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	3/16/1989	
		Chua Sock Koong	Non-Executive - Non Independent Director	2/27/2003	
		Ravi Kumar Kaushal	Non-Executive - Independent Director	1/26/2021	
		Arvind Kohli	Non-Executive - Independent Director	3/23/2023	
3. Risk Management Committee(if applicable)	YES	Ravi Kumar Kaushal	Non-Executive -Chairperson	3/16/1989	
		Devendra Khanna	Executive Director	1/29/2008	
		Arvind Kohli	Non-Executive - Independent Director	3/23/2023	
		Rajan Bharti Mittal	Non- Executive Director	3/16/1989	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	5/10/2017	
4. Stakeholders Relationship Committee'	YES	Rajan Bharti Mittal	Non-Executive -Chairperson	3/16/1989	
		Devendra Khanna	Executive Director	1/29/2008	
		Tao Yih Arthur Lang	Non-Executive - Non Independent Director	5/10/2017	
<p><i>& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i></p>					

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
31/10/2022					
10/11/2022					
30/11/2022					
	2/7/2023	Yes	6	1	69

* to be filled in only for the current quarter meetings

IV. Meetings of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days *</i>
Audit Committee				Audit Committee	
2/7/2023	yes	3	1	10/31/2022	99
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					

IV. Related Party Transactions

Subject	Conclusion reached (Yes/No) refer to the notes	Detailed Reason / explanation for Non-compliance
Whether prior approval of Audit Committee was obtained	YES	
Whether appropriate approval obtained for related party	N/A	
Whether details of RPT are provided to shareholders and approved by them	YES	

Note:
In the column "Conclusion Reached", "Yes" indicates compliance with the requirement. "No" indicates non-compliance. If the audit firm has been engaged to audit the company's financial statements, "N/A" may be used. Similarly, in the third column, "N/A" may be used if the audit firm has not been engaged to audit the company's financial statements. "N/A" may be used if the audit firm has not been engaged to audit the company's financial statements.

VI. Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No)	Detailed Reason / explanation for Non-compliance
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes	
Board composition	17(1), 17(1A) & 17(1B)	Yes	
Meeting of board of directors	17(2)	Yes	
Quorum of board meeting	17(2A)	NA	
Review of Compliance Reports	17(3)	Yes	
Plans for orderly succession for Appointments	17(4)	Yes	
Code of Conduct	17(5)	Yes	
Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent Directors	17(10)	Yes	
Recommendation of board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of Nomination & Remuneration Committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	21(3A)	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	

The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	-	Yes	
The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	-	Yes	
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	-	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	53	Yes	

For Bharti Telecom Limited

Rohit Krishan Puri
Company Secretary