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Bharti Tele-Ventures Limited
7th Annual Report 2001-2002

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BHARTI TELE-VENTURES LIMITED

Regd. Office : H-5/12 Mehrauli Road, Qutab Ambience, New Delhi-110030

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **Seventh Annual General Meeting** of the members of Bharti Tele-Ventures Limited, will be held on Friday, the 20th day of September 2002 at 3.30 P.M. at Air Force Auditorium, Subroto Park, New Delhi - 110010, to transact the following business:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2002, Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sunil Bharti Mittal, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Rakesh Bharti Mittal, who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Mr. Akhil Gupta, who retires by rotation and being eligible offers himself for re-appointment.
5. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS :

6. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :-

   "RESOLVED THAT Mr. N. Kumar, who was appointed as an Additional Director on November 16, 2001 and who holds office as such upto the date of the Seventh Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and Article 123(i) of the Articles of Association of the Company and in respect of whom notice in writing under Section 257 of the Companies Act, 1956 has been received from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

7. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :-

   "RESOLVED THAT Mr. P. M. Sinha, who was appointed as an Additional Director on November 16, 2001 and who holds office as such upto the date of the Seventh Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and Article 123(i) of the Articles of Association of the Company and in respect of whom notice in writing under Section 257 of the Companies Act, 1956 has been received from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

8. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :-

   "RESOLVED THAT Mr. Wong Hung Khim, who was appointed as an Additional Director on November 16, 2001 and who holds office as such upto the date of the Seventh Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and Article 123(i) of the Articles of Association of the Company and in respect of whom notice in writing under Section 257 of the Companies Act, 1956 has been received from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

9. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :-

   "RESOLVED THAT Mr. Pulak Prasad, who was appointed as an Additional Director on November 22, 2001 and who holds office as such upto the date of the Seventh Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and Article 123(i) of the Articles of Association of the Company and in respect of whom notice in writing under Section 257 of the Companies Act, 1956 has been received from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

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10. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution** :-

    "RESOLVED THAT Mr. Sin Hang Boon, who was appointed as an Additional Director on December 7, 2001 and who holds office as such upto the date of the Seventh Annual General Meeting pursuant to Section 260 of the Companies Act, 1956 and Article 123(i) of the Articles of Association of the Company and in respect of whom notice in writing under Section 257 of the Companies Act, 1956 has been received from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

11. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution** :-

    "RESOLVED THAT in accordance with the provisions of Section 314 and all other applicable provisions, if any, of the Companies Act, 1956 and any amendment / re-enactment thereof, and subject to such approvals as may be required, consent of the Company be and is hereby accorded for making payment to Mr. Sunil Bharti Mittal, Chairman and Managing Director from the Company or any of its subsidiary(ies) for the services rendered.

    RESOLVED FURTHER THAT the said payment to Mr. Sunil Bharti Mittal, Chairman and Managing Director during the financial year 2002-2003 shall not exceed INR 52.25 million as against an overall remuneration of INR 47.5 million paid to him during Financial Year 2001-02, with an authority to the Board of Directors to decide the modalities of said payment."

12. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution** :-

    "RESOLVED THAT pursuant to the provisions of Section 31, 192A and other applicable provisions, if any, of the Companies Act, 1956, (including any statutory modification or re-enactment thereof for the time being in force), the following Article be inserted as Article 115 with the Heading "PASSING OF RESOLUTION BY POSTAL BALLOT" as set out herein below:

    Article 115

    PASSING OF RESOLUTION BY POSTAL BALLOT:

    Notwithstanding anything contained in the Articles of Association of the Company, the Company do adopt the mode of passing a resolution by the members of the Company by means of a postal ballot and/or other ways as may be prescribed by the Central Government in this behalf in respect of any business that can be transacted by the Company in the General Meeting and particularly, resolutions relating to such business as the Central Government may by notification, declare to be conducted only by postal ballot.

    The Company shall comply with the procedure for such postal ballot and/or other ways prescribed by the Central Government in this regard."

13. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION** :

    "RESOLVED THAT in supersession of the resolution passed by the shareholders of the Company in their meeting held on July 10, 2001 and in accordance with provisions of Section 372A and other applicable provisions, if any, of the Companies Act, 1956, and subject to such guidelines and other regulations as may be applicable, the Company be and is hereby authorised to make loans to or furnish guarantees or provide securities on behalf of Bharti Cellular Limited (BCL) upto an aggregate amount of INR 35,000 million on such terms and conditions as may be finalised by the Board of Directors of the Company."

14. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution** :-

    "RESOLVED THAT in supersession of the resolution passed by the shareholders of the Company in their meeting held on August 12, 2000 and in accordance with provisions of Section 372A and other applicable provisions, if any, of the Companies Act, 1956, and subject to such guidelines and other regulations as may be applicable, the Company be and is hereby authorised to make loans to or furnish guarantees or provide securities on behalf of Bharti Telesonic Limited (BTSOL) upto an aggregate amount of INR 15,000 million on such terms and conditions as may be finalised by the Board of Directors of the Company."

Date : July 31, 2002

By order of the Board
For BHARTI TELE-VENTURES LIMITED

Registered Office :
H – 5/12 Mehrauli Road
Qutab Ambience
New Delhi -110030

Sd/-
NARENDER GUPTA
Company Secretary

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NOTES:

1. A member entitled to attend and vote at this Annual General Meeting may appoint a proxy to attend and on a poll, to vote instead of himself and such proxy need not to be a Member of the Company. Proxies, in order to be effective, must be received at the Registered Office of the Company, not less than forty-eight hours before the commencement of this Annual General Meeting. **A PROXY FORM IS APPENDED WITH THE ADMISSION SLIP**
2. The Register of Members of the Company will remain closed from 11th September, 2002 to 20th September 2002, both days inclusive, in terms of the provisions of the Companies Act, 1956 and Listing Agreements entered into by the Company with Stock Exchanges.
3. The information as required to be provided under the Listing Agreements entered into by the Company with Stock Exchanges regarding the Directors who are proposed to be appointed/ re-appointed and the Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, relating to the Special Business to be transacted at this Annual General Meeting is annexed hereto.
4. In respect of Item No(s). 13 and 14, the approval of the members is being sought through the Postal Ballot as required under Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001 for which a separate ballot paper and other communication has been circulated to the members.
5. Corporate Members are requested to send a duly certified copy of the Board Resolution / Power of Attorney authorising their representative to attend and vote at the Annual General Meeting.
6. Members/ Proxies are requested to bring their admission slips alongwith the copies of Annual Reports to the Meeting.
7. Members are requested to send all correspondence concerning registration of transfers, transmissions, sub-division, consolidation of shares or any other share related matters and/or change in address to Company's Registrars at **Karvy House, 46 Avenue, 4, Street No. 1, Banjara Hills, Hyderabad – 500034.**
8. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 109A of the Companies Act, 1956, are requested to write to the Company's Registrars for the prescribed form.
9. Documents referred to in the Notice and accompanying Explanatory Statement are open for inspection at the Registered Office of the Company during office hours on all working days (Monday to Friday) between 11.00 A.M. and 1.00 P.M. upto the date of Annual General Meeting and will also be available for inspection at the meeting.
10. Members having any queries in relation to the accounts are requested to send them ten days in advance to enable the Company to collect the relevant information.

11. MEMBERS MAY NOTE THAT NO GIFTS/GIFT COUPONS SHALL BE DISTRIBUTED AT THE VENUE OF THE MEETING.

Date : July 31, 2002

By order of the Board
For BHARTI TELE-VENTURES LIMITED

Registered Office :
H – 5/12 Mehrauli Road
Qutab Ambience
New Delhi -110030

Sd/-
NARENDER GUPTA
Company Secretary

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EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NOS. 6 to 10

Mr. N. Kumar, Mr. P. M. Sinha, Mr. Wong Hung Khim, Mr. Pulak Prasad and Mr. Sin Hang Boon were appointed as Additional Directors on the Board. Pursuant to the provisions of Section 260 of the Companies Act, 1956, and Article 123(i) of the Articles of Association of the Company they hold office upto the date of forthcoming Annual General Meeting. However, notices under Section 257 of the Companies Act, 1956 have been received from member(s) in respect of appointment of aforesaid persons as Directors of the Company liable to retire by rotation.

Keeping in view the experience and qualifications of the aforesaid persons, your Directors consider it to be in the best interest of the Company if they are appointed as Directors of the Company and therefore recommend the said resolution(s) for your approval.

Mr. N. Kumar, Mr. P.M. Sinha, Mr. Wong Hung Khim, Mr. Pulak Prasad and Mr. Sin Hang Boon are interested in the resolutions relating to their respective appointments. None of the other Directors of the Company is concerned or interested in these resolutions.

ITEM NO. 11

In accordance with shareholders approval, during financial year 2001-02, Mr. Sunil Bharti Mittal had drawn an overall remuneration of INR 28.5 million and a Performance Linked Bonus of INR 19 million totalling to INR 47.5 million for the services rendered by him.

For the financial year 2002-03 it is proposed to pay a total amount of INR 52.25 million to Mr. Sunil Bharti Mittal which is inclusive of a Performance Linked Bonus of INR 23.75 million from the Company or any of its subsidiary(ies).

The payment of the above amount is subject to the approval of the shareholders and such other approval(s), as may be necessary, hence the necessary resolution is put up for your consideration and approval. Your Directors consider it to be in the best interest of the Company and its subsidiaries and, therefore, recommend the said resolution for your approval.

Mr. Sunil Bharti Mittal may be treated concerned or interested as the resolution relates to payment to be made to him.

Mr. Rakesh Bharti Mittal and Mr. Rajan Bharti Mittal being relatives of Mr. Sunil Bharti Mittal may also be treated concerned or interested in the resolution relating to payment of aforesaid amount to Mr. Sunil Bharti Mittal.

Except the above, no other Director of the Company is concerned or interested in the resolution.

ITEM NO. 12

As per the amended provisions of Companies Act, 1956, the resolution in respect of certain items need to be passed by the shareholders by means of a postal ballot instead of transacting the business at a General Meeting.

Presently the Articles of Association (AOA) of the Company does not have provisions relating to voting through postal ballot and in order to enable its shareholders to avail this facility, the AOA of the Company are proposed to be amended by incorporating the said provisions.

The resolution in respect of this item is proposed as a Special Resolution as per the provisions of Section 31 of the Companies Act, 1956. The Directors recommend the proposed amendment for your approval.

A copy of the present Articles of Association of the Company, as well as a draft copy as it will appear after the proposed amendment will be open for inspection by the shareholders at the Registered office of the Company between 11.00 a.m. to 1.00 p.m. on any working day.

None of the Directors of Company is concerned or interested in the resolution.

ITEM NO. 13

Bharti Cellular Limited (BCL), a subsidiary of Bharti Tele-Ventures Limited (BTVL), has been awarded eight new licenses for providing cellular services in the telecom circles of Maharashtra, Haryana, Madhya Pradesh, Uttar Pradesh (West), Kerala, Gujarat, Mumbai and Tamilnadu.

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In order to meet funds requirement of these circles, BCL is negotiating Long Term Loan(s) for the same upto an amount aggregating to INR 20,000 million with various banks/financial institutions and other lenders.

These facilities when availed, would be required to be secured by the Corporate Guarantee(s) of BTVL. The Board and the shareholders in their respective meetings held on July 10, 2001 had approved a limit of INR 15,000 million for making loans or furnishing guarantees or providing securities on behalf of BCL.

Since these limits are not adequate and keeping in view the proposed borrowing of INR 20,000 million by BCL, it is proposed to increase the said limit of providing loans/guarantees/securities on behalf of BCL to INR 35,000 million.

Section 372A of the Companies Act, puts a limit that the Board of Directors in the usual course of business can only advance loans or provide guarantee/security upto 60% of the paid up capital and free reserves of the Company or upto 100% of the free reserves of the Company whichever is more. These limits can be exceeded only by prior approval of the members of the Company by passing a Special Resolution.

The said resolution is therefore proposed for providing adequate authority to the Board to make loans and/or provide guarantees/securities as and when deemed necessary within the overall limit specified in the Resolution.

AS MENTIONED AT NOTE NO. 4 TO THE NOTICE, CONSENT OF THE SHAREHOLDERS FOR THIS RESOLUTION SHALL BE OBTAINED THROUGH POSTAL BALLOT

Directors may be deemed concerned or interested in the aforesaid Resolution to the extent they are Directors in BCL.

ITEM NO. 14

Bharti Telesonic Limited (BTSOL), a subsidiary of Bharti Tele-Ventures Limited (BTVL), is licensee for providing National and International Long Distance services. BTSOL is in the process of implementing the project and is negotiating long term loans from various lenders including Banks, Financial Institutions etc. for the same.

These facilities when availed would be required to be secured by the Corporate Guarantee(s) of BTVL and presently the Board and the shareholders in their respective meetings held on August 7, 2000 and August 12, 2000 have approved a limit of INR 10,000 million for making loans or furnishing guarantees or providing securities on behalf of BTSOL.

Since these limits are not adequate and keeping in view the proposed borrowing by BTSOL, it is proposed to increase the said limit of providing loans/guarantees/securities on behalf of BTSOL to INR 15,000 million.

Section 372A of the Companies Act, puts a limit that the Board of Directors in the usual course of business can only advance loans or provide guarantee/security upto 60% of the paid up capital and free reserves of the Company or upto 100% of the free reserves of the Company, whichever is more. These limits can be exceeded only by prior approval of the members of the Company by passing a Special Resolution.

The said Resolution is, therefore, proposed for providing adequate authority to the Board to make loans and/or provide guarantees/securities as and when deemed necessary within the overall limit specified in the Resolution.

AS MENTIONED AT NOTE NO. 4 TO THE NOTICE, CONSENT OF THE SHAREHOLDERS FOR THIS RESOLUTION SHALL BE OBTAINED THROUGH POSTAL BALLOT

Directors may be deemed concerned or interested in the aforesaid resolution to the extent they are Directors in BTSOL.

Date : July 31, 2002

By order of the Board
For BHARTI TELE-VENTURES LIMITED

Registered Office :
H – 5/12 Mehrauli Road
Qutab Ambience
New Delhi -110030

Sd/-
NARENDER GUPTA
Company Secretary

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INFORMATION REQUIRED TO BE FURNISHED UNDER THE LISTING AGREEMENT(S)

As required under the Listing Agreement(s), the particulars of Directors proposed to be appointed/ reappointed are as given below :

Name	**MR. SUNIL BHARTI MITTAL**		
Age	44 Years		
Qualifications	- Graduate from Punjab University - 'Owner/ President Management Programme' from Harvard Business School		
Expertise/ Brief	Mr. Sunil Bharti Mittal is the founder of BHARTI GROUP and has rich and varied experience in Telecom industry. He is the founder, past president and chairman of various telecom industry associations such as Cellular Operators Association of India, Association of Basic Telecom Operators, Telecom Equipment Manufacturers Association of India and Federation of Indian Chambers of Commerce and Industry (FICCI), Telecom Committee. He is a member of the Steering Committee and Executive Committee of FICCI. He is the Co-Chairman of the Indo-US Joint Business Council and is the Honorary Consul of the Republic of Seychelles in India. He was awarded **'Telecom Man of the Year'** award by Communication World in 1997 and **'IT Ratna of the Millennium'** by Wisitex Foundation in 2000. He has also been chosen as one of the **'Star of Asia'** by Business Week for the year 2001. In January 2001, Mr. Mittal was selected as one of the top global entrepreneurs of the year 2000 by Business Week.		
Outside Directorships	• Bharti Cellular Limited • Bharti Telecom Limited • Bharti Healthcare Limited • Bharti Mobile Limited • Bharti Mobinet Limited • Bharti Teletech Limited • Bharti Telenet Limited • Bharti Telesoft Limited • Bharti Infotrac Limited • Bharti Mobitel Limited • Bharti Broadband Networks Limited		
Membership/Chairmanship of the Committees of the Board	Bharti Telenet Limited	Audit Committee	Member

Name	**MR. RAKESH BHARTI MITTAL**		
Age	46 Years		
Qualifications	Electronics Engineer from YMCA Institute of Engineering		
Expertise/ Brief	Mr. Rakesh Bharti Mittal has over 25 years of industry experience and is a member of the National Council of the Confederation of Indian Industry (CII) since 1999. Presently he heads the National Committee on Customer Affairs of CII and has also been a member of the Northern Region Council of CII since 1998. He is a member of the IT Vision Group of the State of Punjab headed by the Chief Minister of Punjab, which was established to formulate information technology strategy for the Government of Punjab. He is also actively involved in various charitable organisations.		
Outside Directorships	• Bharti Teletech Limited • Goa Telecommunications & Systems Limited • Bharti Cellular Limited • Bharti Healthcare Limited • Bharti Systel Limited • Bharti Telenet Limited • Bharti Telesoft Limited • Bharti Infotrac Limited		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- HR Committee - Investor Grievance Committee	- Chairman - Chairman
	Bharti Cellular Limited	- HR Committee	- Chairman

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Name	**MR. AKHIL GUPTA**		
Age	46 Years		
Qualifications	- Bachelor of Commerce - Chartered Accountant		
Expertise/ Brief	Mr. Akhil Gupta has over 20 years of professional experience. He has been closely associated with organisational and financial restructuring of Bharti group of companies, its entry and growth in the telecommunication services sector and formation of joint ventures with STET, Siemens, British Telecom, Warburg Pincus and Singapore Telecom. Mr. Gupta was adjudged as the **Chief Financial Officer for the year 2001** for "Mergers and Acquisitions" by the Economic Intelligence Unit, India in association with American Express.		
Outside Directorships	• Bharti Aquanet Limited • Bharti Broadband Networks Limited • Bharti Cellular Limited • Bharti Healthcare Limited • Bharti Mobile Limited • Bharti Mobinet Limited • Bharti Mobitel Limited • Bharti Telecom Limited • Bharti Telesoft Limited • Bharti Telesonic Limited • Bharti Teletech Limited • SC Cellular Holdings Limited		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- Audit Committee - HR Committee - Investor Grievance Committee	- Member - Member - Member
	Bharti Telecom Limited	- Audit Committee	- Member
	Bharti Cellular Limited	- Audit Committee	- Chairman
	Bharti Telesonic Limited	- Audit Committee	- Member
	Bharti Mobitel Limited	- Audit Committee	- Member

Name	**MR. N. KUMAR**		
Age	52 Years		
Qualifications	B.E. in Electronics and Communications		
Expertise/ Brief	Mr. N. Kumar is the Vice-Chairman of the Sanmar Group. Sanmar Group operates in diverse areas such as chemicals, thermoplastic resins, cement, shipping, engineering, electronics, footwear, financial services, property development, etc. An active spokesman of Industry and Trade, Mr. N. Kumar was the President of confederation of Indian Industry, a leading industrial body, and participated in various other apex bodies.		
Outside Directorships	• Indchem Software Technologies Ltd. • SilkRoute Indchem Limited • AMP Sanmar Assurance Company Limited • The India Cements Limited • Spencer & Co. Ltd • Chemplast Sanmar Limited • Sanmar Shipping Limited • Sanmar Speciality Chemicals Limited • Apex NK Software Solutions Limited • Sanmar Properties and Investments Limited • Dragoco India Limited • Indchem Software Technologies (India) Ltd.		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- Audit Committee	- Member
	Chemplast Sanmar Limited	- Audit Committee - Investor Grievance Committee	- Member - Member

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Name	**MR. P. M. SINHA**		
Age	61 Years		
Qualifications	- M.A. (History) from Patna University - Advance Course of Management from Massachusetts Institute of Technology's Sloan School of Management		
Expertise/ Brief	Mr. P. M. Sinha was the Chairman of PepsiCo. India Holdings and General Manager of PepsiCo Beverage International for South Asia till July 31st, when he took an early retirement after ten years as CEO. Prior to joining PepsiCo in 1992, Mr. Sinha was on the Executive Board of Directors of Hindustan Lever from October 1981. He was also Chairman of Stepan Chemicals Ltd. between 1989 and 1992, and on the Boards of Brooke Bond India Ltd., Lipton India Ltd., Indexport Ltd. and Lever Nepal Ltd. Mr. P.M. Sinha is also a non-executive director on Boards of Wipro Ltd., ICICI Bank Ltd., and Lafarge India Ltd. and also on the Board of Governors of Management Development Institute.		
Outside Directorships	• Wipro Limited • Lafarge India Limited • ICICI Bank Limited		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- HR Committee	- Member

Name	**MR. WONG HUNG KHIM**
Age	64 Years
Qualifications	- Bachelor of Science (Hons) (Physics) from University of Singapore - Certificate in Education, TTC - Advance Management Programme from Harvard Business School
Expertise/ Brief	Mr. Wong Hung Khim is the Group Chairman and Chief Executive Officer of DelGro Group of Companies. Mr. Wong was the head of the Port of Singapore Authority between 1979 and 1987 during which time Singapore grew to become the world's busiest port in terms of shipping tonnage. Mr. Wong was appointed the first President and CEO of SingTel. He was Deputy Chairman of Singapore Telecommunications from 28th March 1992 to 25th September 2000. In recognition of his outstanding achievements in public service, Mr. Wong was awarded the Meritorious Service Medal in 1992.
Outside Directorships	Nil
Membership/ Chairmanship of the Committees of the Board	Nil

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Name	**MR. PULAK PRASAD**		
Age	34 Years		
Qualifications	- Engineering from IIT, Delhi - Postgraduate Diploma in Management from IIM, Ahmedabad		
Expertise/ Brief	Mr. Pulak Prasad is a Managing Director at Warburg Pincus, and is responsible for the technology and telecom related investments in South East Asia, Australia and India. Prior to this, he was a management consultant with McKinsey & Company in India, the US and South Africa. At McKinsey, he worked mainly with financial services companies and technology companies.		
Outside Directorships	Venture Infotek Limited		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- Audit Committee	- Member
	Venture Infotek Limited	- Audit Committee	- Member

Name	**MR. SIN HANG BOON**		
Age	63 Years		
Qualifications	- Bachelor of Science (Physics) from Nanang University - Postgraduate diploma in Business Administration from University of Singapore		
Expertise/ Brief	Mr. Sin Hang Boon was Chief Executive Officer of Singapore Telecom International from January 1999 to Dec 2001. He has retired from Jan 2002, and is now Advisor to SingTel. He joined SingTel in 1960 and has held numerous positions in a variety of areas. He has been a member of the top management team for 14 years. From 1996 to 1998, he was seconded to Belgacom of Belgium, in which SingTel has an equity stake.		
Outside Directorships	Bharti Telecom Limited		
Membership/ Chairmanship of the Committees of the Board	Bharti Tele-Ventures Limited	- HR Committee	- Member
	Bharti Telecom Limited	- Audit Committee	- Member

Notes :

1. The committees considered for the purpose are those prescribed under clause 49(IV) of Listing Agreement(s).
2. In case of Foreign Directors the outside directorships considered are in Indian Companies only.

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