GOVERNMENT OF INDIA
MINISTRY OF COMPANY AFFAIRS
Delhi (CGO)
B-block Paryavaran Bhawan, CGO Complex, Lodhi Road,
New Delhi-110003, Delhi, INDIA

Corporate Identity Number : L74899DL1995PLC070609

FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT UPON CHANGE OF NAME

IN THE MATTER OF M/s BHARTI TELE-VENTURES LTD

I hereby certify that BHARTI TELE-VENTURES LTD which was originally
incorporated on SEVENTH day of JULY NINETEEN NINETY FIVE under the
Companies Act, 1956 (No. 1 of 1956) as BHARTI TELE-VENTURES LTD having
duly passed the necessary resolution in terms of Section 21 of the Companies Act,
1956 and the approval of the Central Government signified in writing having been
accorded thereto under Section 21 of the Companies Act, 1956, read with Government
of India, Department of Company Affairs, New Delhi, Notification No. G.S.R. 507 (E)
dated 24/06/1985 vide SRN A00144337 dated 24/04/2006 the name of the said
company is this day changed to BHARTI AIRTEL LIMITED and this Certificate is
issued pursuant to Section 23(1) of the said Act.

Given under my hand at Delhi (CGO) this TWENTY FOURTH day of APRIL
TWO THOUSAND SIX.

Sd/-
( DR. NAIVRANG SAINI )
Registrar of Companies
Delhi (CGO)
Certificate of Incorporation

I hereby certify that .......BHARTI TELE-VENTURES LIMITED

is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the Company is limited.

Given under my hand at .......NEW DELHI .......this .......SEVENTH day of .......JULY .......One thousand nine hundred and NINETY FIVE .......

Sd/-

( P. K. BANSAL)
Registrar of Companies
N.C.T. OF DELHI & HARYANA
Certificate For Commencement of Business

Pursuant to section 149(3) of the Companies Act, 1956

I hereby certify that the........BHARTI TELE-VENTURES LIMITED

which was incorporated under the Companies Act, 1956 on

the..................SEVENTH.................. day of ..............JULY..................1995..............

and which has filed duly verified declaration in the

prescribed form that the conditions of section

149 (2) (a) to (c) of the said Act, have been complied with is entitled

to commence business.

Given under my hand at NEW DELHI

this..................EIGHTEENTH..................day of ..............JANUARY..................

One thousand nine hundred and Ninty..................SIX


Sd/-

(P. SHEELA)

Assistant Registrar of Companies
NCT OF DELHI & HARYANA
THE COMPANIES ACT, 1956
(PUBLIC COMPANY LIMITED BY SHARES)
MEMORANDUM OF ASSOCIATION
OF
BHARTI AIRTEL LIMITED

I. The name of the Company is: BHARTI AIRTEL LIMITED

II. The Registered Office of the Company will be situated in the National Capital Territory of Delhi.

III. The objects for which the Company is established are:-

(A) MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

1. To promote & establish Companies, Funds, Associations or Partnerships for providing telecom networks and/or to run and maintain telecom services like basic/fixed line services, cellular/mobile services, paging, videotext, voice mail and data systems, private switching network services, transmission network of all types, computer networks i.e. local area network, wide area network, Electronic Mail, Intelligent network. Multimedia communication systems or the combinations thereof and for execution of undertakings. Works, projects or enterprises in the Industry whether of a private or public character or any joint venture re with any government or other authority in India or elsewhere and to acquire and dispose of shares /securities in such companies, and funds and interest in such associations or partnerships.

2. To provide telecom networks and to run and maintain telecom services like basic/fixed line services, cellular/mobile services, paging, video-text, voice mail & data systems, private switching network services, transmission networks of all types, computer networks like local area network, wide area network, Electronic Mail, Intelligent network, Multi media communication systems or the combinations thereof

3. To carry on the business of manufacturers, merchants, dealers, distributors, importers, exporters, buyers, sellers, agents and stockists, and to market, hire, lease, rent out, assemble, alter, install, service, design, research and improve, develop, exchange, maintain, repair, refurbish, store and otherwise deal in any manner in all types of telephone exchanges, telephone instruments -whether corded, cordless, mobile or of any other kind; tele- terminals, fax machines, telegraphs, recording instruments and devices, telephone message/ answering machines and devices; dialing machines, trunk dialing barring devices, wireless sets and other wireless communication devices like radio pagers, cellular phones, satellite phones etc; telecom switching equipments of all kinds; telecom transmission equipments of all kinds, test equipments, instruments, apparatus, appliances and accessories and equipment and machinery for the manufacture thereof and to provide technical services in respect thereof or relating thereto.
4. To buy, sell, manufacture, assemble, repair, design, alter, research and improve, develop, exchange, warehouse, let on hire, import, export, and deal in all sorts of Electronic, non-Electronic, Computerized and Electrical items and equipment including Computer and Data Processing Equipment, Peripherals, Printers, Disc-drives, Intelligent Terminals, Modems, Software, Hardware, Personal Computers, 'CAD/CAM' Computer, Graphic Systems, Office Automation Equipments, Word processors, Photopsetting, Text Editing and Electronic Printing and/or Typing Systems, Circuits, including integrated, hybrid, 'VLSI' Chips, Microprocessors and Microprocessor based equipment, Semiconductor Memories including bubble Memories, Discrete electronic devices, Facsimile Equipments, Copying Machines, Xerox Machines, Telephone Cable Pressurization Systems, Printed Circuit Boards, all sorts of automatic Float charges, Electronic, Electrical and Computerized Systems and Equipment and Plant and Machineries and Field Engineering support and for all above, their incidental and allied equipment, accessories, components, parts, sub-parts, tools, manufactured and semi manufactured goods, raw materials, plant and machineries, substanc6, goods, articles and things and VCR, VCP, Cassettes, Cameras, Radios, Stereo and Amplifiers, television sets, audio visual equipment, teleprinters, telecommunications satellite Station and electronic equipment, remote control systems, business machines, calculators, hoists, elevators, trolleys and their components including valves, transistors, resistors, condensors, coils and circuits.

5. To guarantee/ counter guarantee the obligations of any of its subsidiary/ associate/ group companies and/or other companies in which the company has equity interest under any agreements/ contracts/ debentures, bonds, stocks, mortgages, charges and securities.

(B) OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To do all such things which are incidental or ancillary to the attainment of main business of the company.

2. To enter into partnership in to any arrangement for sharing profits or losses or any union of interest. Joint venture, reciprocal concession or co-operation, with any person or persons of company or companies carrying on or engaged in any business or transaction which the Company is authorised to carry on.

3. To acquire and take over either the whole or any part of the business, goodwill, trade, patents and property, assets and liabilities of any person or persons, firm or corporation, carrying on any business, which the Company is authorised to carry on.

4. To establish branches and agencies of the Company In India and elsewhere and to discontinue the same whenever necessary.

5. To pay for any property or rights acquired by the Company either in cash, or fully or partly paid shares or by the issue of the securities or partly in one mode or partly in another, and generally, on such terms as may be determined.

6. To amalgamate with any other Company having objects altogether or in part, similar to those of this Company.
7. To advance, deposit or lend money with or without securities, to such persons and on such terms and as may be expedient and to discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents.

8. Subject to the provisions of Section 58A of the Companies Act, 1956 and the directives issued by the Reserve Bank of India to borrow, raise or secure the payments of money or to receive money and deposit as time deposit or otherwise on interest or otherwise for any purpose of the company and at such time or times and in such manner as may be thought fit and in particular by the creation and issue of debentures or debenture-stock, bonds, shares credited as fully or partly paid up, mortgages, charges, and securities of all kinds either perpetual or otherwise, either redeemable or otherwise annuities as and by way of securities for any such money so borrowed, raised or received and to mortgage, pledge or charge the undertaking or whole or any part of the property rights, assets or revenue and profits of the company present or future, including its uncalled capital or otherwise howsoever by trust, special assignment or otherwise or to transfer or convey the same absolutely or in trust and give the lenders powers as may seem expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on the business of banking as defined by the Banking Regulations Act, 1949.

9. To negotiate, enter into agreements, contracts or collaborate with foreign companies, firms and individuals for getting or supplying and procuring technical assistance, know-how in the manufacturing, marketing, importing, exporting of any product.

10. To exercise and enforce all rights and powers conferred by or incidental to the ownership of any such shares, stocks, obligations, or other securities including without prejudice to the generality of the foregoing, all such Powers to vote or control as may be conferred by Virtue of the holdings by the Company of some special proportions of the issued or nominal amount thereof and to provide managerial and other executive, supervisory, and consultancy services for or in relation to any company on such terms as may be thought fit.

11. To subscribe for conditionally or unconditionally or to underwrite, issue on commission or otherwise take hold, deal in, stock, shares and securities of all kinds and to enter into partnership or into any arrangements for sharing profits, union of interest, reciprocal concessions. co-operation with any person and promote or aid in promoting, constituting, forming any company or partnership of any kind for the purpose of acquiring and undertaking any property and liability of this Company or of advancing directly or indirectly, the objects thereof, or for any other purpose which the Company may think expedient.

12. To establish, form companies or associations for prosecution of execution of undertakings, works, projects or enterprises of any description, whether of a private or public character and to acquire and to dispose of shares and interest in such companies or associations or in any other company or association.

13. To purchase or otherwise acquire, sell, dispose of concerns and undertakings, mortgages, charges, patents, licences, securities, concessions, options, policies, book debts and any claims and any interest in real or personal property and any claims against such property or against any persons or company and to carry on any business in the concern or undertaking so acquired.
14. To undertake and execute trusts of all kinds, which may be conveniently undertaken or executed in earring on the main objects of the Company.

15. To collect rents and debts and to negotiate loans, to find investments and to issue and pledge shares, stock, debentures, debentures-stock or other securities.

16. To take or hold mortgage, liens and charges to secure the payment of the purchase price, or any unpaid balance of the purchase price of any part of the Company’s property of whatsoever kind, sold by the Company or any moneys due to the Company from the purchaser and others.

17. To contract with lease holders, borrowers, lenders, annuitants and others for the establishment, accumulations, provisions, and payment of sinking funds, renewal funds, redemption funds, endowment funds and any other special funds, and that either in consideration of a lump sum or on annual premium or otherwise and generally on such terms and conditions as may be arranged.

18. To mortgage, pledge, endorse, discount, deal, sale, assign, transfer or otherwise dispose off its investments in shares/ Bonds/ Debentures/ stocks/ coupons/ warrants and/or Bills of Exchange/ Promissory Note and other securities for securing the release of financing facilities either for its own or for other Bodies Corporates.

19. To comply with the terms and conditions incorporated in the Licence Agreements by the Department of Telecommunication (DOT) arising out of Press Note No. 5 (2005 Series) dated November 3, 2005 issued by the Ministry of Commerce and Industry or as may be amended from time to time and incorporated in the Licence Agreements by DOT

(C) THE OTHER OBJECTS:

1. To carry on *the trade or business of telephone, telegraph, cable satellite and other communications Company and to build, install, establish, work, manage, sell, hire out and maintain telephone exchanges, cable communications, telegraph offices, telex and any other systems of communications and offices and facilities therefore.

2. To acquire any shares, stocks, debentures, debentures stock, bonds, notes, obligations or securities by original subscription, contract, participation in syndicates, tender, purchase, exchange or otherwise and whether or not fully paid up and to subscribe for the same, subject to such terms and conditions, if any, as may be thought fit.

3. To plant, grow, cultivate, produce, export, Import, trade and deal In cotton, oil seeds, cereals, grass, agricultural produce and food products and to carry on the business of planters, cultivators, buyers of every kind of agricultural, vegetable, mineral or other produce of the soil, to prepare, manufacture and render marketable any such produce and to sell, dispose of and deal In any such produce either In its prepared, manufactured or raw state and either wholesale or retail.

4. To carry on all or any of the business of manufacturers of and sellers of and dealers and workers in cements of all kinds, concrete, asbestos, gypsum, coal, jute, hessian, cloth, gunny bags, paper bags, lime plasters, whitening clay, bauxite, soap stone, ochres, paints, fixing
materials, gravel, sand, bricks, tiles, pipes, (pottery, earthenware), artificial stone, and manufacturers, builders and dyers requisite and conveniences.

5. To carry on business as manufacturers of chemicals and manures, distillers, dye-makers, gas makers, smelters, metallurgists and chemical engineers and carriers by land, air or sea, wharfingers, warehousemen, planters, farmers, brickmakers, timber merchants, saw mill proprietors and timber growers and to buy, sell, grow prepare for the market, manipulate, Improve, export, and deal in articles of all kinds in the manufacture of which timber wood or fibre Is used and to buy, clear, plant and work timber estates.

6. To buy, sell, import, export, manufacture, manipulate, treat, prepare and deal in merchandise, commodities and articles of all kinds and generally to carry on business as merchants, Importers, exporters, Industrialists, manufacturers, financiers, contractors, mine owners, mercantile agents, commission agents and mukadams and also to deal in forward as well as ready goods.

7. To undertake and carry on any business, transactions or operations commonly undertaken or carried on by financiers, promoters of companies, underwriters, capitalist or merchants and in particular to underwrite Issues and place shares, stocks, bonds, debentures, debenture-stocks or securities.

8. To carry on business of manufacturers, dealers, importers, exporters, assemblers, factors, builders, hirers, lessors, representatives, agents and repairers of all kinds of mass communication, industrial training, education and entertainment systems, equipments, machinery, apparatus, accessories, component and spare parts of all descriptions and to carry on business of electrical, electronic, optical, cinematographic, audio, visual engineers, electricians, wiring contractors, manufacturers and other apparatus, mechanical and chemical engineers, Importers, exporters, dealers in audio, video, cinematographic and electronic goods of every description.

9. To carry on business of recruiting agents, personnel selection, personnel advisers, consultants or agents.

10. To act as Managers to public Issues of other companies, to act as an Investment Advisors, Financial Advisors to individuals or companies or give advice on portfolio management to corporations, companies or Individuals for the attainment of the main objects.

11. To organise information cell and data bank relating to Industrial, agricultural and other economic activities and to provide Information for the development of industries to entrepreneurs.

12. To acquire and hold one or more memberships In stock/security exchanges, trade associations, commodity exchanges, clearing houses or associations or otherwise In India or any part of the world, to secure membership privileges therefrom and to acquire and hold membership In any association of bankers, merchant bankers, Insurance companies, brokers, security dealers, or commodity dealers or any other association, membership of which will or is likely In any way to facilitate the conduct of the Company's business.

13. To provide information and guidance on governmental policies and regulations and to assist In obtaining various consents, approvals from Government or other authorities or agencies.
which may be required for establishing an undertaking or its diversification and expansion.

14. To study and advise Governments in formulating incentive schemes to attract industries and investments.

15. To advise Government or any other body or persons for setting up of industrial estates.

16. To undertake, carry out, promote and sponsor any activity for publication of any books, literature, newspapers or for organising lectures, conference workshops, training programmes for giving merit awards, scholarships, loans or any other assistance to institutes, deserving students for academic pursuits or researchers and for establishing, conducting, assisting any institutions, funds and trusts.

17. To acquire, lease or let sophisticated office machineries such as computers, tabulators, equipments, addressing machines and other office equipments and leasing or lending such equipments for providing services of these machines to various clients.

18. To carry on the business of hotel keepers, lodging houses, restaurant keepers, cafe, tavern, beer house and refreshment room keepers, licenced victuallers, wine, beer and spirit merchants, brewers, malsters, distillers, surveyors, caterers, manufacturers and dealers in sweets, toffees, chocolates and biscuits of a kinds and the business of bakers and ice manufacturers.

19. To carry on the business as proprietors and hirers of motors and other vehicles, including taxi caterers for public amusement, hairdressers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing, newspapers and smoking rooms, libraries, places of amusement, recreation, sports, entertainment and instruments of all kinds, departmental stores, agents for railway, shipping and airplane companies and carriers, theatrical and opera box office proprietors, insurance agents and any other business which can be conveniently carried on in connection therewith.

20. To carry on the business of travel agency and to act as tourist agents and contractors and to facilitate travelling and provide for tourists and travellers or promote the provision of conveniences of all kinds.

21. To carry on the business as proprietors and publishers of newspapers, journals, magazines, books, any other literary works and undertakings.

22. To carry on all or any of the business of printers, stationers, lithographers, typefounders, stereotypers, photographic printers, photolithographers, chromo-lithographers, engravers, diesinkers, bookbinders, designers, draughtsman, paper and booksellers, publishers, advertising agents, engineers and dealers.

23. To carry on the business as timber merchants, saw mill proprietors, furnishers and buy, sell grow, prepare for market, manipulate, import, export and deal in timber of all kinds and to manufacture and deal in articles and furniture of all kinds.
24. To carry on the business of exporters, importers, function as an export house and deal in all varieties of commodities and for this purpose to also engage in ancillary services such as shipping, forwarding, road transport and inland transport.

25. To carry on all or any of the business of manufacturers of and dealers in organic and inorganic chemicals, petrochemicals, fertilizers, manures, pesticides, calcium carbide, ethylalcohol, coal tar, ointments, essences, acids, toilet requisites, soaps, detergents, cosmetics, perfumes, dyes, paints, colours, pigments, varnishes, inks. Explosives, ammunition, fuels, oils, greases and lubricants.

26. To carry on all or any of the business of manufacturing, processing and dealing in iron and steel, ferro alloys, special steels, aluminium, copper, lead, zinc and dealing in industrial machinery, boilers, internal combustion engines, ball, roller and tapered bearings, tubes, cables, wires, pipes, cookers, printing machinery and textile machinery and their components and accessories.

27. To carry on all or any of the business of makers of and dealers in scientific and industrial instruments of all kinds for indicating, recording, controlling, measuring and timing machine tools, precision tools, surgical instruments and appliances, artificial limbs, dental and optical equipment and goods, anatomical, orthopaedic and surgical appliances of all kinds and providers of all requisites for hospital patients and invalids.

28. To carry on the business of advertising contractors and agents to acquire and dispose of advertising time, space or opportunities in any media to undertake advertising and promotional campaigns of every nature and to acquire and provide promotional requisites.

29. To carry on the business in and to own, buy, sell, possess, develop, construct, demolish, rebuild, renovate, divide, subdivide, repair, maintain, let out, hire, rent, lease, pledge, mortgage or otherwise deal in land, building, apartments and other immovable properties and to promote industrial estates. formation of co-operative housing societies. Companies, trusts or other associations and to provide accommodation for residence and business of all types or for any other purpose.

30. To carry on the business of owning, furnishing, letting, leasing executive cabins, conference facilities and rendering various services, telephone services, executive centers, secretarial services, travel services and other facilities to executives.

31. To produce, manufacture, treat, process, refine, import, export, purchase, sell and generally to deal in and to act as brokers, agents, stockists, distributors and suppliers of all kinds of cement whether ordinary, white, coloured, port land, possolana, aluminium, blast furnace, silica or otherwise, cement products of any description such as pipes, poles, slabs, asbestos sheets, blocks, tiles, gardenwares and otherwise and articles, things, compounds and preparations connected with the aforesaid on lease, acquire, erect, construct, establish, work, operate and maintain cement factories, quarries, mines, workshops and other works.

32. To set up factories and deal in the crushing and marketing of various minerals e.g. red oxide, orches, siennas, barytes, calcite, gypsum, lime stone, china clay, soapstone, quartz silica. etc. by taking on lease or otherwise various mines and putting up machinery for pulverising the various minerals.
33. To carry on business of buyers, sellers and manufacturers of all or any of the building materials inclusive of lime, lime stone related products, ceramic products, bricks, tiles, cement, badarpur, pipes, pre-fabricating paving, lining, roofing materials, iron, coal and coal burns, and to buy, self, manufacture, prepare, mix, formulate and deal in stones, limes, clays, cement, bricks, pozzolanes and all kinds of materials and chemicals.

34. To obtain, lease and sub-lease, mining leases, prospecting licences and quarry leases, brick-lines leases from any government or party for purpose of exploiting major or minor mineral rules or any other rules in force in any area.

35. To open, develop, dig, explore, prospect for mineral and open pits, mines both open cast and underground and to do all the business carried on by quarries.

36. To act as consultants in respect of lime, lime stone, ceramics, bricks, cement and other building materials.

37. To carry on all or any of the business of manufacturers of and dealers in cement, lime, plasters, ceramic, sanitary fittings, asbestos sheets, chinaware, whitening clay, gravel, sand, minerals, earth, coke, fuel and stone and builders requisite and conveniences of all kinds.

38. To enter into agreement, contract or undertake or otherwise arrange for receiving, mailing or forwarding any circulars, notices, reports, brochures, materials, articles and things belonging to any other company or person or persons by means of delivery by hand or otherwise.

39. To trade, manufacture, import or deal in and/or undertake process in gold, silver, diamonds, rough diamonds, precious and semi precious stones and to export jewellery made out of it and such other articles and goods and to establish factories to manufacture, cut, cleave, polish, set or otherwise prepare for the market such rough diamonds, precious and semi precious stones or metals either as principals, agents, brokers or otherwise and to carry on all or any of the business of goldsmiths, silversmith, jewellery, gem and diamond merchants, importers, exporters, manufactures of traders of all kinds of diamonds, precious and semi precious stones, metals, bullion, gold, ornaments, jewellery, silver and utensils.

40. To manufacture, import or export jewelleries of gold, platinum, silver, brass, nickel, copper, aluminium zinc and allied metals, plain or with stones set such as diamonds, pearls, real cultured or imitation, precious and semiprecious stones, cubic zirconia or similar other types of man made gems synthetic imitation, crystal and glass stones and beads and other shapes.

41. To electroplate, to refine, rhodium plate, with metals such as gold, platinum rhodium, silver, nickel, brass, copper, zinc and allied metals.

42. To manufacture, import, export, gold, filled gold overlayed silver overlayed silver, filled silver overlayed jewelleries and costume jewelleries, watch cases, watch straps and gift items of any specifications such as key chains man's cufflinks, belts, tie clips, buttons, ladies belts and handbags.

43. To import, manufacture, export gem and jewellery gemological instruments and tools and watch making machinery and tools, gold, radium, silver and all non-precious metals, electroplating and filling and overlaying, wax casting, die casting, engraving, enginturning,
44. To carry on business as goldsmiths, silversmiths, jewellers, gem merchants, importers and exporters of bullion, dealers in gold platinum, silver and metals of every description and to deal in all such other articles, goods and things as the Company may consider capable of being conveniently dealt in relation to its business and any other trade or business whatsoever which can, in the opinion of Company be advantageously or conveniently carried on by the Company by way of extension of or in connection with any such business aforesaid or is calculated directly or indirectly to develop any branch of the Company's business or to increase the value of or turn to account any of the Company’s assets, properties and rights.

45. To buy, import, manufacture, sell and export rough, cut and polished diamonds, precious and semi-stones and pearls of every description and type whatsoever.

46. To carry on the business of jewellery, watches and clocks including watch and clock making.

47. To mine rough diamonds, precious and semi-precious stones to manufacture man made, synthetic, created and imitation and plastic stones.

48. To give advice on or to offer, give, take, circulate and/or otherwise organise, accept or implement any takeover bids, mergers, amalgamations, acquisitions, diversification, rehabilitation or restructuring of any business. Concern, undertaking, company, body corporate, partnership firm of any other association of persons whether incorporated or not. by acquisition of shares or assets and liabilities and whether as a going concern or as a part of the-concern or otherwise as may be required having regard to business exigencies: and to promote or Procure incorporation, formation or setting up of concerns and undertaking whether as company, body corporate, partnership or any other association of persons for engaging in industrial, commercial or business activities.

49. To aid financially and transact all kinds of agency and contract business and represent importers and exporters in India or elsewhere.

50. To carry on the business of manufacturing engineers, manufacturers and repairs of heavy machinery of all kinds and component and parts thereof as well as complete factories and plants for any type of industries.

51. To carry on the business of iron founders, millwrights, boilermakers, electricians, machinists, copper smiths, makers of motors, accumulators and generators.

52. To manufacture forgings and deal in heavy and fight engineering products of ferrous and non-ferrous metals and to carry on the business of mechanical engineers, manufacturers, dealers, importers, exporters, assemblers, factors, stockists, builders and repairers, assemblers and contractors of locomotives arid rolling stock of all description of boilers, steam engines, internal combustion engines, tractors, turbines arid all types of hydraulic machines, machine tools and machinery of other description and boilers of carriages, cars and other vehicles and appliances and machinery of all types and to carry on generally the business of engineering consultant.
53. To carry on the trade or business of iron masters, steel fabricators and converters, smelters, tin plate makers, iron and brass founders and iron pipe makers.

54. Manufacturers, assemblers, fabricators of engineering, scientific, mechanical, electrical, hydraulic, pneumatic, electronic, thermal, sonic, ultrasonic, optical, surgical and surveying equipments and instruments of all kinds and descriptions including, without limiting the generality of the foregoing, radar equipment, computers, electronic accounting and business machines, electronic communication equipment, electronic control instruments and basic components, such as valves, transistors, condensors, coils, magnetic materials and microwave components, radio-graphs, phonographs, dictaphones, television sets, record players, tape-recorders, amplifiers and all sorts of electrical and wireless sets, automobile parts such as micrometers, dial indicators, ampmmeters, voltmmeters, ohmmeters, wattmmeters, power factor mackers, frequency meters, watt hour meters, insulation testers, geiger counters, scientillo-meters, pressure and vacuum gauges, gas meters, oscilloscopes, stroboscopes, thermostats, temperature controllers, pyrometers, mining dials and other instruments.

55. To purchase or otherwise acquire any interests in any invention, processes, letters, patents, brand inventions, licences, concessions, rights and privileges, subject to royalty or otherwise and whether exclusive or limited, whether in India or in any other part of the world for the purpose of the Company.

56. To carry on the business of manufacturers, moulders, extruders, processors, assemblers, fabricators of nuts, bolts and other industrial fasteners.

57. To manufacture, treat, prepare, reform, convert, make form, mould, remould and render marketable screws, wood screws, coach screws, rivets, bolts, cycle nipples, steel balls, panel pins, wire nails, shoe tacks, genie clips, paper pins and allied products, spare parts for machineries devices, apparatuses, engines and for their allied use as original equipment or otherwise.

58. To carry on the business of trading, exporting, importing, buying, selling, distributing, processing all kinds of above products.

59. To invest in, deal with, acquire and hold shares, stocks debentures, debenture stocks, bonds, notes, units obligations and other securities issued or guaranteed by any Company or Body Corporate, Government. Public Body or Authority Corporation whether Central, State, Municipal, local or otherwise; Mutual Funds or other funds: whether in India or elsewhere whose principle business or object is related to telecommunications in any manner whatsoever: either in the name of the company or its nominees or through funds established or to be established by the Company:

60. To carry on the business of leasing and hire purchase and/or hire purchase financing and to acquire to provide on lease or to provide on hire purchase basis all types of industrial and office plant, equipment, machinery, vehicles, building and real estate required for manufacturing processing transportation and trading business and other commercial and service businesses.

61. To distribute, import, export, sell, buy, alter, exchange, maintain, develop, assemble, let on hire and otherwise deal in Computer Hardware, Software and Firmwares and to act as an
Issue House. Registrars to the Issue, share transfer agent, computer data processing centre and to conduct various computer training courses.

62. To carry on the business of Merchant Banking including advising, and rendering assistance in capital structuring, arranging loan, working capital limits, identifying overseas collaborators for Indian Venture. Import and Export Credit Arrangement, Approved Foreign Currency Dealer/Money Changer. Investment Advisory Services and to act as Lead Managers, Co Managers. Advisors, to the Public/Rights Issues of all kinds of Securities and Financial Instruments of any company or bodies corporate and also to deal in or manage venture capital fund and to promote, deal in or manage and carry on the business of Portfolio Management and Mutual Fund.

63. To act as investors, guarantors underwriters and financiers with the object of financing Industrial Enterprises, to lend or deal with the money either with or without interest or security including in current or deposit account with any bank or banks, other person or persons upon such terms, conditions and manner as may from time to time be determined and to receive money on deposit or loan upon such terms and conditions as the Company may approve. Provided that the Company shall not do any banking business as defined under the Banking Regulations Act, 1949.

64. To carry on the business of real estate and to acquire by purchase, lease, exchange, development, construction, building, erection, or to demolish, re-erect, alter, repair, re-model or, otherwise deal in and make advances on the security of and deal in land, buildings, estates, hereditaments, roads, highways, docks, bridges, canals, dams, ports, reservoirs, or any other structural or architectural work of any kind whatsoever and for such purpose to prepare, estimates, designs, plans, specifications or models and to do such other or any act that may be requisite thereof, and to otherwise deal in offices, flats, houses, bungalows, chawls, factories, godowns, warehouses, shops, cinema theatres, and other conveniences of all kind and properties of all kinds and description. and to act as town-planners. surveyors. valuers, appraisers, decorators, furnishers, furniture makers, merchants, dealers in cement, steel, iron, fuel, coke, wood coal, timber and other building requisites and to manufacture requisites for above and prefabricated houses, apartments and structures etc.

AND IT IS HEREBY DECLARED THAT:

(i) The objects incidental or ancillary to the attainment of the main objects of the Company as aforesaid shall also be incidental or ancillary to the attainment of the other objects of the Company herein mentioned.

(ii) The word 'Company' (save when used with reference to this Company) in this Memorandum shall be deemed to include any partnership or other body or association of persons whether incorporated or not and wherever domiciled.

(iii) The objects set forth in each in the several clauses of paragraph III hereof shall have the widest possible construction and shall extend to all parts of the world and the objects set forth in any clause of subparagraph C shall, subject to the provisions of the Companies Act, 1956, be independent and shall in no way be limited or restricted by reference to or inference from the terms of the clauses of subparagraph A or by the names of the Company.
(iv) Nothing in this paragraph shall authorise the Company to do any business which may fall within the purview of the Banking Regulation Act, 1949 or the Insurance Act, 1938.

IV. The liability of the members is limited.

V. “The Authorised Share Capital of the Company is INR 25,000,000,000 (Rupees Twenty Five Billion) divided into 5,000,000,000 (Five Billion) Equity Shares of INR 5 (Rupees Five) each.”
<table>
<thead>
<tr>
<th>Names, description, occupation and address of subscribers</th>
<th>No. of Equity Shares taken by each subscriber</th>
<th>Signature of Subscribers</th>
<th>Name, address and description of witness</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. SUNIL BHARTI MITTAL S/o Late Sh. Sat Paul Mittal (Industrialist) On behalf of Bharti Telecom Ltd. Qutab Ambience, H-5/12 Mehrauli Road New Delhi - 110 030.</td>
<td>1 One</td>
<td>Sd/</td>
<td>I witness the signature of all the subscribers. I also certify that all particulars are written by all the subscribers in their own handwriting. DEEPAK JAIN S/o Shri S.C Jain A-2, Surajmal Vihar, Delhi-92</td>
</tr>
<tr>
<td>2. SUNIL BHARTI MITTAL S/o Late Shri Sat Paul Mittal (Industrialist) A-49 Vasant Marg. Vasant Vihar, New Delhi.</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
<tr>
<td>3. RAKESH BHARTI MITTAL S/o Late Shri Sat Paul Mittal (Industrialist) D-819 New Friends Colony New Delhi.</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
<tr>
<td>4. RAJAN BHARTI MITTAL S/o Late Shri Sat Paul Mittal (Industrialist) D-819 New Friends Colony New Delhi.</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
<tr>
<td>5. LALITA MITTAL W/o Late Shri Sat Paul Mittal (Business) D-819 New Friends Colony New Delhi.</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
<tr>
<td>6. AKHIL GUPTA S/o Shri Jagdish Pershad (Chartered Accountant) Utkarsh, 2 Raj Narain Road Civil Lines, Delhi.</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
<tr>
<td>7. BIMAL KUMAR SHARMA S/o Shri Bachan Das Sharma (Service) 16A Radhey Puri Extn, Delhi-51</td>
<td>1 One</td>
<td>Sd/</td>
<td></td>
</tr>
</tbody>
</table>

4th July 1995
New Delhi