

(THE COMPANIES ACT, 2013)
(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 State of Haryana.*

III. The objects for which the Company is established are –

(A) The Objects to be pursued by the Company on its incorporation are as under:

1. To promote and establish Companies, Funds, Associations or Partnerships for providing or reselling such telecommunication services and/or establishing, operating, maintaining or expanding such telecommunication networks as listed out in Clause III(A)(2) below and for execution of undertakings, works, projects or enterprises in the Industry whether of a private or public character or any joint venture with any government or other authority in India or elsewhere, and to acquire and dispose of shares/ securities in such companies and funds/ interest in such associations or partnerships.
2. To provide telecommunication services and/ or establish, operate, maintain or expand telecommunication networks, including resale of such services, requiring a licence, authorisation, registration or permission (by whatever name called) under the Telecommunication Act, 2023 or the Indian Telegraph Act 1885 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force (“telecommunication guidelines”) including but not limited to unified services, access services (mobile and fixed line/ wireline), satellite-based telecommunication services, wireless access networks, wireline access networks, internet services, national and international long-distance services, international SIM services, transmission and reception of voice, non-voice and video communications, internet telephony, enterprise communication services, leased circuits including domestic leased circuits and Internet Lease Lines (ILL), Machine-to-Machine (M2M) services, Direct to Home (DTH) Services, Internet Protocol Television (IPTV) services, Aeronautical Data Communication services, In-Flight and Maritime Connectivity (IFMC) services, Captive Non-Public Networks (CNPN), Public Mobile Radio Trunking Service (PMRTS), Audiotex and Conferencing services, Cloud-based EPABX, Voicemail, Wi-Fi services, captive telecom services such as Captive Mobile Radio Trunking Services (CMRTS), captive VSAT services and other captive wireline or wireless networks, telecommunication infrastructure services, including Infrastructure Provider (IP) and Digital Connectivity Infrastructure Provider (DCIP) services such as establishing and operating dark fibre, rights-of-way, duct space, towers, poles, IBS infrastructure and associated telecom equipment and systems for wireline access networks, Radio Access Network (RAN), Wireless Local Area Network (WLAN) and transmission links, establishing and operating Internet Exchange Points (IXPs) and facilitating domestic internet traffic exchange, establishing and operating Satellite Earth Station Gateways (SESGs) and related baseband systems for satellite networks, Network-as-a-Service (NaaS), establishing and operating Cloud-hosted Telecommunication Networks (CTNs) and providing CTN-as-a-Service (CTNaaS), mobile number portability services and any other allied, future, emerging, next-generation services (such as 5G, 6G and all future generations) as well as any other services or offerings related to or ancillary to telecommunication services, enlisted in telecommunication guidelines or otherwise including but not limited to technology-agnostic, digital based [such as Over-the-Top (OTT) and multimedia content delivery, interactive and data-driven communication platforms], satellite-based, cloud native, virtualised, software-defined, non-terrestrial, AI-enabled, quantum-safe, immersive, value-added or otherwise technologically evolved services or any combinations thereof.

** Amended vide shareholders’ special resolution dated February 09, 2021 and approval of the Regional Director, Northern Region, New Delhi dated March 18, 2021*

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, level up, 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, Phototypesetting, 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, substance, 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, condensers, 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) Matters which are necessary for furtherance of the objects specified in clause III (A) are as under:

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 73 of the Companies Act, 2013 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 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.
- IV. The liability of members is limited and this liability is limited to the amount unpaid, if any, on shares held by them.
- V. The Authorized Share Capital of the Company is INR 148,730,500,000 (Rupees one hundred and forty-eight billion seven hundred thirty million and five hundred thousand) divided into 29,746,080,000 (Twenty-nine billion seven hundred forty-six million and eighty thousand) Equity shares of INR 5 (Rupees Five) each and 1,000 (One thousand) Preference shares of INR 100 (Rupees Hundred) each.