

SHYAM TELECOM LIMITED

BOARD OF DIRECTORS

1. Mr. Rajiv Mehrotra, Chairman & Managing Director
2. Mr. Ajay Khanna, Managing Director
3. Mr. Alok Tandon, Managing Director
4. Mr. Arun Khanna, Director
5. Mr. N. Kumbhat, Director
6. Mr. Achintya Karati, Independent Director
7. Mr. Ravi Kant Jaipuria, Independent Director
8. Mr. Vinod Juneja, Independent Director
9. Mr. P. K. Bhatia, Independent Director
10. Mr. C. S. Malhotra, Independent Director

Mr. Rajiv Mehrotra is the Chairman & Managing Director of the Company. He is an Electronics Engineer who founded the Shyam Group, which began its operations in Entertainment hardware with the launch of Cable TV and Satellite TVRO systems in 1974.

His vision and foresight have established Shyam Telecom as a front-runner and a well-known name in Telecom. Be it manufacturing, services or R&D, he has been the driving force behind the Shyam Group of Companies.

With his exemplary, innovative and global experience, he has engineered the diversification of the group on several fronts including cellular and basic telephony services in the State of Rajasthan.

He is associated with Federation of Indian Chambers of Commerce & Industry (FICCI), Confederation of Indian Industry (CII), and Telecom Equipment Manufacturers Association (TEMA).

Mr. Ajay Khanna is the Managing Director of the Company. He is one of the co-founders of the group. He heads the operations, and Cash Flow Management for the whole group. He was principally involved in setting up the Distributor/Channel network for Cable TV and Cellular Business and was actively involved in the management and operations of various group companies and also monitoring and setting up the MIS controls and HRD policies for various companies. He ensures smooth functioning of all the Group Companies.

Mr. Alok Tandon, Managing Director, is one of the co-promoters and heads the financial and business operations of the Shyam Group. He is actively involved in promoting its various businesses. He successfully launched the IPO of Shyam Telecom in 1994, that received an overwhelming response and was oversubscribed by 25 times. He was instrumental in formulating consortiums and closing the financing for the Cellular, V-SAT & Basic Services projects. He has contributed immensely in restructuring operations and reorganizing the various Group companies through strategic Mergers, Amalgamations and Acquisitions.

Mr. Arun Khanna, Non-Executive Director, was inducted on the Board in 1998 as Director. He is associated with various reputed institutions like Confederation of Indian Industries, Indian Institute of Bankers, Indian Institute of Materials Management, and Electronic & Computer Software Export Promotion Council. He has been the President of Telecom Equipment Manufacturers Association (TEMA). He is responsible for the overall operations of the Company including project implementation, cash flow management, liaison with DoT, Defence, Railways, Government departments, and various public and private sector organizations. He actively participates in the activities of various associations, institutions, banks and councils of which he is a member.

Mr. N. Kumbhat, an Independent and Non-Executive Director, was inducted on the Board in the 1999 as Director Finance of the Company. He has over 41 years of

diverse experience in various fields, viz. administration, personnel, finance, accounts, materials, taxation and company law. He is a member of the Institute of Internal Auditors, Florida, USA; American Management Association, USA and Administrative Staff College of India. He has also worked with the Shriram Group, Indo Rama India, RPG Group, BST Ltd., J K Organisation and HFCL Bezeq Telecom. He has been active in conducting sessions in programs on Revival/Rehabilitation of Sick Industries conducted by the Bankers Training College of Reserve Bank of India and conducts research on the causes of industrial sickness in India and rehabilitation of sick companies. He relinquished his executive role as Director Finance, in the Group and is now an Independent and Non Executive Director on the Board of the Company.

Mr. Achintya Karati, an Independent and Non-Executive Director, was inducted on the Board in 2004. He worked in ICICI Ltd from the 1978 till 2001, in a variety of business development positions starting from Deputy Zonal Manager- North, Head of Major Client Group- North and finally taking charge as Country Head of Government and Institutional Solutions Group. His tenure at ICICI Ltd. included top level interactions with large PSUs including NTPC, NHPC, PGCIL and BHEL and large corporates including Hero Honda, Escorts and Honda Motors among others. In ICICI he headed the department which dealt with Govt. & Institutional Funds. He was advisor to NCDEX- a Commodity Exchange promoted by ICICI Bank, NABARD, LIC, NSE and CRISIL, and acted as a Senior Advisor of ICICI Securities with responsibility to interact with Govt., PSUs & Large Corporates for investment banking solutions. He was also associated with ICICI Prudential for Fund Management as approved by IRDA in respect of Gratuity & Superannuation Fund of PSU & other large Corporate.

Mr. Ravikant Jaipuria, an Independent and Non-Executive Director, was inducted on the Board of the Company in December, 2002. He has a vast experience in setting up and running Pepsi-Cola bottling plants in India and Nepal. His family has over 40 years of experience in the beverage industry. He was adjudged the Best Pepsi Bottler of the World for the year 1998. He was presented with the Donald M. Kendall Bottler of

the Year Award - the highest honour awarded to any franchisee. He is also associated with the fast food industry. Under the flagship of the Jaipuria Group, he has the franchise of Yum! Restaurants (India) Pvt. Ltd., to run a fast food chain under the name of PIZZA HUT in Northern and Eastern India. He has also entered the field of running and maintaining educational institutions by entering into an agreement, under the Jaipuria Group, with Delhi Public Schools, to manage schools at Gurgaon & Jaipur.

Under his guidance, all the companies of the Jaipuria Group are doing very well on all parameters - profitability, growth, and market leadership, and enjoy high credibility with their business associates including Pepsi Foods Ltd.. He has a knack for exploring new business ventures and transforming them into success.

Dr. Vinod Juneja, an Independent and Non-Executive Director, was inducted on the Board of the Company in August 2008. He is the Managing Director of Braj Binani Group of Industries (interests in Metals, Cements, Zinc & Glass Fibre). He has previously been Dy. Managing Director, Bank of Rajasthan, and represented the Bank on the Board of Bharat Overseas Bank Ltd. (now Indian Overseas Bank) as Chairman. He started his banking career from Syndicate Bank and made remarkable achievements in performance towards the Bank's growth and development in various capacities as Branch Head, Development Officer and Lead District Manager. Due to the latter initiative, the Bank was able to set up first RRB of the Country. From 1981 to 1989, he worked at Export-Import Bank (EXIM Bank) and became instrumental in formulation and implementation of various schemes and project exports in various capacities as Manager and Regional Representative in Northern India.

Dr. Juneja played a vital role in disinvestments in various PSUs including MUL, HZL, HCL, Jacob & Co., and Air India among others, by providing advisory and consultancy services and making presentations to the Government in co-ordination with Credit Analysis and Research Ltd. (CARE). In recognition of his services in various fields he

has received various awards, notable amongst them are: “Udyog Ratna Award”, “Bharat Gaurav Award”, “Gold Star Award” & “International Gold Star Award ”.

MR. P.K. BHATIA, an Independent and Non-Executive Director, is a senior partner of M/s Kumra Bhatia & Co., a leading firm of Chartered Accountants and has been engaged in practice since the past 28 years. He was inducted on the Board in October 2008. He has been associated with various Banks such as State Bank of India, Punjab National Bank, and Canara Bank and various Public Sector Undertakings such as Vayudoot Ltd, U.P. State Bridge Corporation, and Jammu & Kashmir H.P. Marketing and Processing Corporation Ltd.

He has handled special assignments like Concurrent Audit of State Bank of India, CAG Branch which is the largest branch of any bank in the country. He has also conducted management and systems audit and compiled Internal Control Manual for Super Bazar and is also on the panel of Special Auditors maintained by the Income-Tax Department.

MR. C.S. MALHOTRA, an Independent and Non-Executive Director, was inducted on the Board in January, 2009. He is the Management Advisor to the Delhi Flying Club. He has a wealth of experience spanning over 42 years in HR and general management. He has been a Director in Indian Airlines, Shyam Telelink Ltd. & Pro Agro Seeds. He has also been an advisor to IGRU academy, Delhi, Sahara Airlines and Hexacom India.

At Indian Airlines, where he worked from 1947-1988 and retired as Director heading eight departments, he made significant contributions to HRD, Industrial Relations, handling trade unions, ground services, and employees welfare . As Head of HR, he dealt with eight trade unions representing different crafts. He was instrumental in negotiating and finalizing long term settlements on wages and other terms and conditions of employment with various unions. He has in- depth experience in Crisis

Management including strikes, and was involved in policy making activity at the highest level.

He was on the Panel of Experts of International Civil Aviation Organization, IATA, and also attended the ILO Conference at The Hague, The Netherlands, as a member of the Employers' team.

COMMITTEES OF BOARD OF DIRECTORS

Audit & Finance Committee

1. Mr Achintya Karati
2. Mr. N. Kumbhat
3. Mr. Arun Khanna
4. Mr. Ravikant Jaipuria
5. Dr. Vinod Juneja
6. Mr. P.K. Bhatia
7. Mr. C.S. Malhotra

Shareholders/ Investors Grievance Committee

1. Mr. Arun Khanna
2. Mr. N. Kumbhat
3. Mr. Dharmender Dhingra (Secretary)

Remuneration Committee

1. Mr Achintya Karati
2. Mr. Ravikant Jaipuria
3. Mr. Praveen Kumar Bhatia
4. Mr. C.S. Malhotra