

NOTICE OF THE SEVENTEENTH ANNUAL GENERAL MEETING

TIME: 10.00 AM

DAY & DATE: MONDAY, 27TH SEPTEMBER, 2010

VENUE : HOTEL THE FERN, PLOT NO. 3, AIRPORT PLAZA, TONK ROAD, DURGPURA,
JAIPUR-302018, RAJASTHAN, INDIA

Notice is hereby given that the Seventeenth Annual General Meeting of the Members of **SHYAM TELECOM LIMITED** will be held at Hotel The Fern, Plot No. 3, Airport Plaza, Tonk Road, Durgpura, Jaipur-302018, Rajasthan (India), on Monday, 27th September, 2010 at 10.00 AM to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as on 31st March, 2010 and Profit and Loss Account for the period ended on that date together with the Directors' and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Rajiv Mehrotra, who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Mr. Alok Tandon, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint a Director in place of Mr. Arun Khanna, who retires by rotation and being eligible, offers himself for reappointment.
5. To re-appoint M/s Mehra Goel & Co., Chartered Accountants, as Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and authorize the Audit Committee of the Board / Board of Directors to fix their remuneration.

By Order of the Board of Directors
For SHYAM TELECOM LIMITED

Sd/-

DHARMENDER DHINGRA

Vice President (Legal)
& Company Secretary

Place : New Delhi

Date : 30th July, 2010

Registered Office:

MTS TOWER, 3, AMRAPALI CIRCLE
VAISHALI NAGAR, JAIPUR-302021
RAJASTHAN (INDIA)

NOTES: -

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE, ON A POLL, INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

An instrument appointing a proxy should be duly completed, stamped and signed, and must be sent so as to reach the company's Registered Office not less than 48 hours before the time scheduled for the commencement of the meeting.

2. Please bring the Admission Slip duly filled-in and hand over the same at the entrance of the Meeting Hall.
3. The Register of Members and Share Transfer Books of the company will remain closed from 23rd September, 2010 (Thursday) to 27th September, 2010 (Monday) (both days inclusive).
4. Members desirous of getting any information from the company are requested to send their queries to the company at its Registered Office well in advance so that the same may reach at least 7 days before the date of the Meeting to enable the management to keep the required information readily available at the meeting.
5. As a measure of economy, members are requested to bring their copy of the Annual Report to the meeting.
6. Members are requested to immediately intimate the change of their address, if any, along with pin-code numbers with the Registered Office of the company quoting their Folio Numbers and members holding shares in electronic form may inform the same to their Depository Participants.
7. Pursuant to Section 205A of the Companies Act, 1956, all the unclaimed/unpaid Dividend for and up to 2000-01 declared have been transferred to Investor Education & Protection Fund. The last dividend declared on 21st January, 2002 for the year 2000-01 was also transferred to Investor Education & Protection Fund on 22nd January, 2009.
8. Brief resume and other requisite information of Mr. Rajiv Mehrotra, Mr. Alok Tandon and Mr. Arun Khanna are given in the Report of Corporate Governance, as required under Clause 49 of the Listing Agreement. Further, all three Directors have filed Form No. 'DD-A' with the company as required by the Companies (Disqualification of Directors under Section 274(1)(g) of the Companies Act, 1956) Rules, 2003 and have confirmed that they are not disqualified for re-appointment as Directors of the company.
9. The Shares of the Company are at present listed on two Stock Exchanges viz, Bombay Stock Exchange and National Stock Exchange. Listing Fees to all the Stock Exchanges had been paid up to 31st March, 2011.

By Order of the Board of Directors
For SHYAM TELECOM LIMITED

Sd/-

DHARMENDER DHINGRA

Vice President (Legal)
& Company Secretary

Place : New Delhi

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