

NOTICE OF THE EIGHTEENTH ANNUAL GENERAL MEETING

TIME: 12.00 Noon

DAY & DATE: MONDAY, 5th SEPTEMBER, 2011VENUE: HOTEL MARRIOTT NEAR JAWAHAR CIRCLE ASHRAM MARG, TONK ROAD,
JAIPUR-302015 RAJASTHAN

Notice is hereby given that the Eighteenth Annual General Meeting of the Members of **SHYAM TELECOM LIMITED** will be held at Hotel Marriot near Jawahar Circle Ashram Marg, Tonk Road, Jaipur- 302015 Rajasthan, on Monday, 5th September, 2011 at 12.00 Noon to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2011 and Profit and Loss Account for the period ended on that date together with the Directors' and Auditors' Report thereon.
2. To appoint a Director in place of Mr. N. Kumbhat, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Vinod Juneja, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. C.S. Malhotra, who retires by rotation and being eligible, offers himself for re-appointment.
5. To re-appoint M/S Mehta Goel & co., Chartered Accountants, as Auditors to hold the 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/-

Place: New Delhi
Date: 1st August, 2011

DHARMENDER DHINGRA
VP (Legal) & Company Secretary

REGISTERED OFFICE:

MTS TOWERS
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 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 1st September, 2011 (Thursday) to 5th September, 2011 (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 furnish their Email addresses and 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. In compliance to the listing Agreement the company is in the process of transferring all unclaimed shares to Shyam Telecom Ltd.-Unclaimed Suspense A/c. Hence members are requested to kindly claim their shares immediately from the Registrar or the company as the case may be.
8. Pursuant to section 205A of the companies Act, 1956, all the unclaimed/ unpaid dividend for all the years have been transferred to Investor Education & Protection Fund.
9. Brief resume and other requisite information of Mr. N. Kumbhat, Mr. Vinod Juneja, Mr. C.S. Malhotra and are given in the report of Corporate Governance, as required under Clause 49 of the Listing agreement. Further, all three directors have filled form No. DDA 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.
10. 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.
11. An important communication is attached herewith for perusal of Members.

By Order of the Board of Directors
For Shyam Telecom Limited


DHARMENDER DHINGRA
VP (Legal) & Company Secretary

Place: New Delhi
Date: 1st August, 2011

REGISTERED OFFICE:

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