

SATYAM COMPUTER SERVICES LTD

Form 6-K

April 25, 2007

Table of Contents

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 6-K**  
**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934**  
**For the Month of April 2007**

**Commission File Number 001-15190**

**SATYAM COMPUTER SERVICES LIMITED**

*(Exact name of registrant as specified in its charter)*

**Not Applicable**

*(Translation of Registrant's name into English)*

**Republic of India**

*(State or other jurisdiction of incorporation or organization)*

**Satyam Technology Center**

**Bahadurpally Village**

**Qutbullapur Mandal**

**R.R. District 500855**

**Hyderabad, Andhra Pradesh India**

**(91) 40-3063-3535**

*(Address of principal executive offices)*

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the Registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes  is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b): **Not applicable.**

---

**TABLE OF CONTENTS**

SIGNATURE

---

**Table of Contents**

This Report on Form 6-K shall be incorporated by reference in the:

1. Registration Statement on Form S-8 (No. 333 13772) of Satyam Computer Services Limited (the **Company** ), filed by the Company with the Securities and Exchange Commission on July 31, 2001; and
2. Registration Statement on Form S-8 (No. 333 139949) of the Company, filed by the Company with the Securities and Exchange Commission on January 12, 2007.

**Other Events**

**Appointment of New Directors**

On April 20, 2007, the Company announced the appointments of Mr. T.R. Prasad and Prof. V.S. Raju as independent directors of the Company with effect from April 20, 2007. With these appointments, the Company's Board of Directors has 10 members as of April 20, 2007. These appointments were made to expand the size of the Board of Directors of the Company.

*Mr. T.R. Prasad* was a member of the Indian Administrative Services. He was the Cabinet Secretary, Government of India and was also a member of the Finance Commission of India. Prior to this, he held the following positions: Defence Secretary, Government of India; Secretary, Industrial Policy and Promotion, Ministry of Industry; Chairman, Foreign Investment Promotion Board; Secretary, Heavy Industry and Chairman, Maruti Udyog Ltd. Mr. Prasad holds a Master's degree in Physics (Electronics) from Banaras University and is a lifetime fellow of the Institute of Engineers (FIE). He is also a member of the board of directors of TVS Motors Company Ltd., Suven Life Sciences Ltd., Taj GVK Hotels and Resorts Ltd., Nelcast Ltd., GMR Infrastructure Company Ltd. and Indofil Organic Industries Ltd.

*Prof. V. S. Raju* is the Chairman of the Naval Research Board, Defense Research and Development Organization, Government of India. Prior to this, he was the Director of the Indian Institute of Technology, Delhi and was a professor and Dean at the Indian Institute of Technology, Madras. During his over 40 year's academic career, he interacted extensively with the IT industry as a consultant, and at a policy level promoted Industry-Academia collaboration. Mr. Raju holds a Bachelor's and a Master's degree in engineering from Andhra University and Indian Institute of Science, respectively and a Doctorate in engineering from the University of Karlsruhe, Germany. He is also a member of the board of directors of Bharti Airtel Ltd., Kaytee Switchgear Ltd and Nagarjuna Construction Company Ltd.

The Company's Board of Directors has determined that Mr. T.R. Prasad and Prof. V.S. Raju are independent within the meaning of the NYSE's corporate governance standards, on the basis that the Company has no material relationship with each of them.

Following these appointments, the Board has also appointed each of Mr. T.R. Prasad and Prof. V.S. Raju as a member of the Audit Committee and the Investors' Grievance Committee of the Company. The Board has also appointed Prof. V.S. Raju as a member of the Compensation Committee of the Company.

Mr. V.P. Rama Rao has stepped down as a member of each of the Audit Committee, Compensation Committee and the Investors' Grievance Committee. Mr. Rao will continue to serve as an independent director on the Company's Board of Directors until the end of his current term.

**Table of Contents**

The Company's directors as of April 20, 2007 are set forth below:

| <b>Name</b>             | <b>Position</b>                               |
|-------------------------|---|
| B. Ramalinga Raju       | Chairman                                      |
| B. Rama Raju            | Managing Director and Chief Executive Officer |
| Rammohan Rao Mynampati  | President and Whole Time Director             |
| V.P. Rama Rao           | Director                                      |
| Dr. Mangalam Srinivasan | Director                                      |
| Krishna G. Palepu       | Director                                      |
| Vinod K. Dham           | Director                                      |
| M. Rammohan Rao         | Director                                      |
| T.R. Prasad             | Director                                      |
| V.S. Raju               | Director                                      |

In addition, the members of the committees of the Board of Directors of the Company as of April 20, 2007 are set forth below:

**Audit Committee**

Dr. Mangalam Srinivasan  
M. Rammohan Rao  
T.R. Prasad  
V.S. Raju

**Compensation Committee**

Dr. Mangalam Srinivasan  
Vinod K. Dham  
M. Rammohan Rao  
V.S. Raju

**Investors Grievance Committee**

T.R. Prasad  
V.S. Raju  
B. Rama Raju

---

**Table of Contents**

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, there under duly authorized.

Date: April 25, 2007

**SATYAM COMPUTER SERVICES  
LIMITED**

By: /s/ G. Jayaraman

Name: G. Jayaraman

Title: Sr. Vice President Corporate Governance  
& Company Secretary