SATYAM INFOWAY LTD Form SC 13G July 25, 2001

| 1     |  |  |  |  |  |       |
|-------|--|--|--|--|--|-------|
|       |  |  |  |  |  |       |
| ===== |  |  |  |  |  | <br>= |

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

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SCHEDULE 13G (RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) and (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2

(Amendment No. 1 )(1)

SATYAM INFOWAY LIMITED

(Name of Issuer)

EQUITY SHARES

(Title of Class of Securities)

NONE(2)

(CUSIP Number)

JULY 17, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[ ] Rule 13d-1 (b)

[X] Rule 13d-1 (c)

[ ] Rule 13d-1 (d)

The information required in the remainder of this cover shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>(1)</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

<sup>(2)</sup> This Schedule 13G relates to ownership of equity shares which are not publicly traded in the United States or India. The CUSIP number for the American Depositary Shares, each representing one quarter of one equity share, is 804099 10 9.

| 2         | ========                             | ==== |  |            |             |
|-----------|--------------------------------------|------|--|------------|-------------|
| Schedule  | 13G                                  |      | Forms  |            |             |
|           | . 804099109                          |      | 13G  | Page 2 of  | <br>9 Pages |
| 1.        |                                      | ATIO | ERSONS<br>N NO. OF ABOVE PERSONS (ENTITIES O<br>PORE INVESTMENT CORPORATION PTE LT |            |             |
| 2.        | CHECK THE APPRO                      | PRIA | TE BOX IF A MEMBER OF A GROUP*   | (a)<br>(b) |             |
| 3.        | SEC USE ONLY                         |      |  |            |             |
| 4.        | CITIZENSHIP OR SINGAPORE             | PLAC | E OF ORGANIZATION  |            |             |
| BENEFICIA | F SHARES ALLY OWNED BY ORTING PERSON | 5.   | SOLE VOTING POWER  | 0          |             |
| WITH      | ONTING I ENGON                       | 6.   | SHARED VOTING POWER  | 1,076,350  |             |
|           |                                      | 7.   | SOLE DISPOSITIVE POWER   | 0          |             |
|           |                                      | 8.   | SHARED DISPOSITIVE POWER   | 1,076,350  |             |
| 9.        | 1,076,350                            |      | NEFICIALLY OWNED BY EACH REPORTING   |            |             |
|           | CHECK BOX IF TH<br>SHARES*           | E AG | GREGATE AMOUNT IN ROW (9) EXCLUDES   | CERTAIN    | []          |
| 11.       |                                      |      | PRESENTED BY AMOUNT IN ROW 9   |            |             |

| 12.           | TYPE OF REPORTI   | NG PE | RSON*                         |        |       |            |            |  |
|---------------|---|-------|-------------------------------|--------|-------|------------|------------|--|
|               | *S  | EE IN | STRUCTIONS BEFORE FILING OUT! |        |       |            |            |  |
| 3<br>Schedule | 13G   |       | Forms                         |        |       |            |            |  |
|               |   |       |                               |        |       |            |            |  |
| CUSIP NO      | . 804099109<br>   |       | 13G                           |        | Page  | 3 of       | 9 Page:    |  |
| 1.            | NAME OF REPORTI<br>I.R.S IDENTIFIC<br>MINISTER FOR FI<br>(NONE) | ATION | NO. OF ABOVE PERSONS (ENTITI  | ES ONI | LY)   |            |            |  |
| 2.            | CHECK THE APPRO   | PRIAT | E BOX IF A MEMBER OF A GROUP* |        |       | (a)<br>(b) | [ ]<br>[X] |  |
| 3.            | SEC USE ONLY  |       |                               |        |       |            |            |  |
| 4.            | CITIZENSHIP OR PLACE OF ORGANIZATION<br>SINGAPORE               |       |                               |        |       |            |            |  |
| BENEFICIA     | F SHARES<br>ALLY OWNED BY<br>ORTING PERSON                      | 5.    | SOLE VOTING POWER             | 0      |       |            |            |  |
| WITH          |   |       | SHARED VOTING POWER           |        |       |            |            |  |
|               |   |       | SOLE DISPOSITIVE POWER        |        |       |            |            |  |
|               |   |       | SHARED DISPOSITIVE POWER      |        |       |            |            |  |
| 9.            | AGGREGATE AMOUN<br>843,625                                      | T BEN | EFICIALLY OWNED BY EACH REPOR | TING I | PERS( | ON         |            |  |
|               |   |       | REGATE AMOUNT IN ROW (9) EXCL |        |       |            |            |  |

|           | SHARES*   |         |                               |                  |              | []              |  |  |
|-----------|---|---------|-------------------------------|------------------|--------------|-----------------|--|--|
| 11.       | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.64%         |         |                               |                  |              |                 |  |  |
| 12.       | TYPE OF REPORTING   | NG PERS | SON*                          |                  |              |                 |  |  |
| 4         | *S]   | EE INST | FRUCTIONS BEFORE FILING OUT!  |                  |              |                 |  |  |
| Schedule  | 13G   |         | Forms                         |                  |              |                 |  |  |
|           | . 804099109<br>   |         | 13G                           | <br>Page<br>     | <br>e 4 of 9 | <br>9 Pages<br> |  |  |
| 1.        | NAME OF REPORTION I.R.S IDENTIFICATION MONETARY AUTHOR (NONE) | ATION 1 | NO. OF ABOVE PERSONS (ENTITIE | ES ONLY)         |              |                 |  |  |
| 2.        | CHECK THE APPRO   | PRIATE  | BOX IF A MEMBER OF A GROUP*   |                  | (a)<br>(b)   |                 |  |  |
| 3.        | SEC USE ONLY  |         |                               |                  |              |                 |  |  |
|           | CITIZENSHIP OR I  |         | DF ORGANIZATION               |                  |              |                 |  |  |
| BENEFICIA | F SHARES<br>ALLY OWNED BY<br>ORTING PERSON                    |         | SOLE VOTING POWER             |                  |              |                 |  |  |
| WITH      |   | 6. 5    | SHARED VOTING POWER           | 149 <b>,</b> 525 |              |                 |  |  |
|           |   | 7. \$   | SOLE DISPOSITIVE POWER        | 0                |              |                 |  |  |
|           |   | 8. \$   | SHARED DISPOSITIVE POWER      | 149,525          |              |                 |  |  |

| 9.   | AGGREGATE AMOUN<br>149,525                                      | IT BEN | EFICIALL | Y OWNED  | BY EACH   | REPORT | ING P          | ERSO  | N            |            |
|--|---|--------|----------|----------|-----------|--------|----------------|-------|--------------|------------|
| 10.  | CHECK BOX IF TH   | ie Agg | REGATE A | MOUNT IN | I ROW (9) | EXCLU  | DES C          | ERTA  | IN           | []         |
| 11.  | PERCENT OF CLAS   |        |          |          |           |        |                |       |              |            |
| 12.  | TYPE OF REPORTI   | NG PE  | RSON*    |          |           |        |                |       |              |            |
|  | *S  | EE IN  | STRUCTIO | NS BEFOR | RE FILING | G OUT! |                |       |              |            |
| 5  | 120   |        |          | Eamma    |           |        |                |       |              |            |
| Schedule   | 13G   |        |          | Forms    |           |        |                |       |              |            |
| CUSIP NO   | . 804099109<br>   |        |          | 13G      |           |        | -<br>P<br>-    | age ! | <br>5 of<br> | 9 Pages    |
| 1.   | NAME OF REPORTI<br>I.R.S IDENTIFIC<br>BOARD OF COMMIS<br>(NONE) | ATION  | NO. OF   |          |           |        | S ONL          | .Y)   |              |            |
| 2.   | CHECK THE APPRO   | PRIAT  | E BOX IF | A MEMBE  | CR OF A G | GROUP* |                |       | a)<br>o)     | [ ]<br>[X] |
| 3.   | SEC USE ONLY  |        |          |          |           |        |                |       |              |            |
| 4.   | CITIZENSHIP OR<br>SINGAPORE                                     | PLACE  | OF ORGA  | NIZATION | I         |        |                |       |              |            |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON |   | 5.     | SOLE VO  | TING POW | JER       |        | 0              |       |              |            |
| WITH   | ONLING LENGTH   | 6.     | SHARED   | VOTING P | OWER      |        | 83 <b>,</b> 20 | 0     |              |            |
|  |   |        |          |          |           |        |                |       |              |            |

|      |  | 7. SOI            | E DISPOSITIV   | E POWER       | 0                     | _ |
|------|--|-------------------|--|---------------|-----------------------|---|
|      |  | 8. SH <i>F</i>    | ARED DISPOSIT  | IVE POWER     | 83,200                | _ |
| 9.   | AGGREGATE AMOUN'<br>83,200   | r BENEFIC         | CIALLY OWNED I   | BY EACH REPOR | TING PERSON           |   |
| 10.  | CHECK BOX IF THI<br>SHARES*  | E AGGREG <i>i</i> | ATE AMOUNT IN  | ROW (9) EXCL  | UDES CERTAIN          | _ |
| 11.  | PERCENT OF CLASS   | S REPRESE         | NTED BY AMOUI  | NT IN ROW 9   |                       | _ |
| 12.  | TYPE OF REPORTING  | NG PERSON         | 1*   |               |                       |   |
|      | *SI  | EE INSTRU         | JCTIONS BEFORE   | E FILING OUT! |                       |   |
| 6    |  |                   |  |               | PAGE 6 OF 9           |   |
| ITEM | 1(a). NAME OF ISSUE  | ₹                 |  |               |                       |   |
|      | Satyam In:   | foway Lin         | nited  |               |                       |   |
| ITEM | 1(b). ADDRESS OF ISS   | SUERS' PF         | RINCIPAL EXECU   | JTIVE OFFICES |                       |   |
|      | Maanasarov<br>271-A, Ann<br>India  |                   | Teynampet, (   | Chennai 600 0 | 18                    |   |
| ITEM | 2(a). NAME OF PERSON   | N FILING          |  |               |                       |   |
|      | I Government of SII Minister for FIII Monetary Author IV Board of Commis | inance, S         | Singapore<br>Singapore                                       |               | te Ltd                |   |
| ITEM | 2(b). ADDRESS OF PR  | INCIPAL E         | BUSINESS OFFI  | CE            |                       |   |
|      | I  | #37-01            | oinson Road<br>Capital Towe:<br>ore 068912                   | r             |                       |   |
|      | II, III & IV c/o   | 168 Rob<br>#37-01 | nent of Singap<br>pinson Road<br>Capital Towe:<br>ore 068912 |               | nt Corporation Pte Lt | d |

ITEM 2(c). CITIZENSHIP

I, II, III & IV Singapore

ITEM 2(d). TITLE OF CLASS OF SECURITIES

Equity Shares

ITEM 2(e). CUSIP NUMBER

None. 804099109 (for ADS)

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A

N.A.

IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(c), CHECK THIS BOX. [ x ]

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#### ITEM 4. OWNERSHIP

The aggregate number of securities and percentage of the class of securities of the Issuer beneficially owned by each Reporting Person named in Item 2(a), as well as the number of securities as to which such person is deemed to have sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, shared power to dispose or direct the disposition, is set forth in the following table:

|   |                                     | POWER    | TO VOTE   |
|---|-------------------------------------|----------|-----------|
| PERSON<br>  | NO OF SECURITIES BENEFICIALLY OWNED | SOLE (1) | SHARED(1) |
| Government of Singapore Investment<br>Corporation Pte Ltd | 1,076,350                           | 0        | 1,076,350 |
| Minister for Finance, Singapore                           | 843,625                             | 0        | 843,625   |
| Monetary Authority of Singapore                           | 149,525                             | 0        | 149,525   |
| Board of Commissioners of<br>Currency, Singapore          | 83,200                              | 0        | 83,200    |
| Total(2) (all Reporting Persons)                          | 1,076,350                           | 0        | 1,076,350 |

<sup>(1)</sup> The Government of Singapore Investment Corporation Pte Ltd shares power to vote and power to dispose of the 964,875 securities beneficially owned by it with the Minister for Finance, Singapore, shares power to vote and dispose of the 139,125 securities beneficially owned by it with the Monetary Authority of Singapore, and shares power to vote and dispose of the 75,175 securities owned by it with the Board of Commissioners of Currency, Singapore.

<sup>(2)</sup> The reporting persons disclaim membership in a group.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [x]

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

N.A.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

N.A.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N.A.

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ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N.A.

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### MATERIAL TO BE FILED AS EXHIBITS

- 1. Power of Attorney by Minister for Finance, Singapore dated 5 March 1998
- 2. Power of Attorney by Monetary Authority of Singapore dated 6 March 1998
- 3. Power of Attorney by Board of Commissioners of Currency, Singapore dated 5 March 1998

(incorporated by reference to Exhibit No. 1, 2 and 3 to Schedule 13G, dated March 23, 1998 regarding SPDR Trust Series 1).

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#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

July 25, 2001 -----Date Government of Singapore Investment Corporation Pte Ltd

By /s/ Ho Yuit Mun

Ho Yuit Mun

Assistant Director

Minister for Finance, Singapore by Government of Singapore Investment Corporation Pte Ltd, its attorney-in-fact

By /s/ Ho Yuit Mun

Ho Yuit Mun

Assistant Director

Monetary Authority of Singapore by Government of Singapore Investment Corporation Pte Ltd, its attorney-in-fact

By /s/ Ho Yuit Mun

Ho Yuit Mun

Assistant Director

Board of Commissioners of Currency, Singapore by Government of Singapore Investment Corporation Pte Ltd, its attorney-in-fact

By /s/ Ho Yuit Mun

Ho Yuit Mun

Assistant Director