

Nettle Infrastructure Investments Limited

March 20, 2017

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
Email: takeover@nse.co.in

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
Email: corp.relations@bseindia.com

Sub: Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Takeover Regulations') in respect of acquisition under Regulation 10(1)(a) of Takeover Regulations.

Dear Sir/Madam,

The intimation under Regulation 10(5) of Takeover Regulations in respect of the acquisition of shares of Bharti Infratel Limited pursuant to Regulation 10(1)(a)(iii) of the Takeover Regulations is enclosed.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For and on behalf of **Nettle Infrastructure Investments Limited ('Acquirer')**

Suman Singh
Authorized Signatory



Nettle Infrastructure Investments Limited (formerly known as Nettle Developers Limited)

Regd. Office: 3rd Floor, Worldmark 2, Asset 8, Aerocity, NH-8, New Delhi – 110037. T: +91-11-4138 4000 F: +91-11-4138 4001
CIN: U93000DL2010PLC301236; email: corporate.secretarial@bharti.in

Nettle Infrastructure Investments Limited

Disclosure under Regulation 10(5) - Intimation in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Bharti Infratel Limited
2.	Name of the acquirer(s)	Nettle Infrastructure Investments Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Nettle Infrastructure Investments Limited (Acquirer) is the wholly-owned Subsidiary of Bharti Airtel Limited (Promoter of Target Company)
4.	Details of the proposed acquisition	
	a) Name of the person(s) from whom shares are to be acquired	Bharti Airtel Limited
	b) Proposed date of acquisition	On or after March 27, 2017
	c) Number of shares to be acquired from each person mentioned in 4(a) above	Upto 400,000,000 equity shares
	d) Total shares to be acquired as % of share capital of TC	21.63% (approx.)*
	e) Price at which shares are proposed to be acquired	At or around the market price prevailing on the date of acquisition subject to the proviso to Regulation 10(1)(a) of Takeover Regulations, 2011 and other applicable regulations prescribed by SEBI.
	f) Rationale, if any, for the proposed transfer	Restructuring of Promoter holding amongst Group Companies
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(iii)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 310.04/- per share (based on trades on NSE)
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	The Acquirer confirms that the acquisition price would not be higher by more than 25% of the price computed in point 6.
9.	i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to	i) The Transferor (Bharti Airtel Limited) has complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure

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Nettle Infrastructure Investments Limited

	the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)	requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) and such compliances were not applicable to the Transferee (Nettle Infrastructure Investments Limited)			
	ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	ii) The disclosures of the Transferor Company are enclosed as 'Annexure A'			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	All the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11.	Shareholding details	Before the proposed Transaction		After the proposed Transaction*	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a Acquirer(s) and PACs (other than sellers)	NIL	NIL	4,00,000,000	21.63%
	b Seller (s)	1,330,898,728	71.96%	930,898,728	50.33%

* The Percentages mentioned in point 4(d) and 11 above have been computed assuming the acquisition of maximum number of equity shares (i.e. 400,000,000 equity shares) by Acquirer, as provided in point 4(c) above.

For and on behalf of **Nettle Infrastructure Investments Limited**


Suman Singh
Authorized Signatory



Date: March 20, 2017
Place: New Delhi



April 08, 2016

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
email ID: takeover@nse.co.in

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
email ID: corp.relations@bseindia.com

Ref: Bharti Infratel Limited

Sub: Disclosure under Regulation 30(1) & 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sir,

We are enclosing herewith a disclosure under regulation 30(1) & 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, with respect to the shareholding in "Bharti Infratel Limited" as on March 31, 2016.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Bharti Airtel Limited


Rajendra Chopra
Sr. Vice President & Company Secretary

cc: **Bharti Infratel Limited**

Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi – 110 070, India

Bharti Airtel Limited [CIN: L74899DL1995PLC070609]

(a Bharti Enterprise)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, Website: www.airtel.in



DISCLOSURE UNDER REGULATION 30(1) & 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

Part A – Details of Shareholding

1	Name of the Target Company (TC)		Bharti Infratel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed		(a) National Stock Exchange of India Limited (b) BSE Limited		
3	Particular of the Shareholders				
	(a)	Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the shares and voting rights of the TC.	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
		and			
	(b)	Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.			
4	Particulars of the holding of persons mentioned at (3) above		Number	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
As of March 31, 2016, holding of:					
	(a)	Shares: Bharti Airtel Limited	1,360,000,000	71.70%	71.70%
	(b)	Voting Rights (otherwise than by shares)	N.A.	N.A.	N.A.
	(c)	Warrants	N.A.	N.A.	N.A.
	(d)	Convertible Securities	N.A.	N.A.	N.A.
	(e)	Any other Instrument that would entitle the holder to receive shares in the TC.	N.A.	N.A.	N.A.
		Total	1,360,000,000	71.70%	71.70%

*Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.

Bharti Airtel Limited
(a Bharti Enterprise)

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T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, www.airtel.com
CIN: L74899DL1995PLC070609

Place: New Delhi
Date: 08.04.2016

For Bharti Airtel Limited

**Chopra
ior VP & Company Secretary**

Bharti Airtel Limited
(a Bharti Enterprise)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, www.airtel.com
CIN: L74899DL1995PLC070609

April 03, 2015

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
email ID: cmllist@nse.co.in

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
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Ref: Bharti Infratel Limited

Sub: Disclosure under Regulation 30(1) & 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sir,

We are enclosing herewith a disclosure under regulation 30(1) & 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, with respect to the shareholding in "Bharti Infratel Limited" as on March 31, 2015.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Bharti Airtel Limited



Rajendra Chopra
Dy. Company Secretary



cc: **Bharti Infratel Limited**
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi – 110 070, India

Bharti Airtel Limited [CIN: L74899DL1995PLC070609]

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T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, Website: www.airtel.in

**DISCLOSURE UNDER REGULATION 30(1) & 30(2) OF SEBI (SUBSTANTIAL ACQUISITION
OF SHARES & TAKEOVERS) REGULATIONS, 2011**

Part A – Details of Shareholding

1	Name of the Target Company (TC)	Bharti Infratel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	(a) National Stock Exchange of India Limited (b) BSE Limited		
3	Particular of the Shareholders			
	(a) Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the shares and voting rights of the TC.	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
	and			
	(b) Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.			
4	Particulars of the holding of persons mentioned at (3) above	Number	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
	As of March 31, 2015, holding of:			
	(a) Shares: Bharti Airtel Limited	1,360,000,000	71.81%	71.81%
	(b) Voting Rights (otherwise than by shares)	N.A.	N.A.	N.A.
	(c) Warrants	N.A.	N.A.	N.A.
	(d) Convertible Securities	N.A.	N.A.	N.A.
	(e) Any other instrument that would entitle the holder to receive shares in the TC.	N.A.	N.A.	N.A.
	Total	1,360,000,000	71.81%	71.81%

*Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.





April 04, 2014

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

Ref: Bharti Infratel Limited

Sub: Disclosure under Regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Dear Sir,

We are enclosing herewith a disclosure under regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, with respect to the shareholding in "Bharti Infratel Limited" as on March 31, 2014.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Bharti Airtel Limited

Rajendra Chopra
Dy. Company Secretary

cc: **Bharti Infratel Limited**
Bharti Crescent, 1,
Nelson Mandela Road,
Vasant Kunj, Phase – II,
New Delhi – 110 070, India

Bharti Airtel Limited [CIN: L74899DL1995PLC070609]
(a Bharti Enterprise)

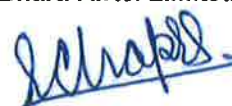
Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, Website: www.airtel.in

DISCLOSURE UNDER REGULATION 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

1	Name of the Target Company (TC)	Bharti Infratel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
2	Name(s) of the Stock Exchange(s) where the shares of the TC are listed	(a) National Stock Exchange of India Limited (b) BSE Limited		
3	Particular of the Shareholders			
	(a) Name of person whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the shares and voting rights of the TC.	N.A.		
	Or			
	(b) Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
4	Particulars of the holding of persons mentioned at (3) above	Number	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
	As of March 31, 2014, holding of:			
	(a) Shares: Bharti Airtel Limited	1,500,000,000	79.39%	79.39%
	(b) Voting Rights (otherwise than by shares)	N.A.	N.A.	N.A.
	(c) Warrants	N.A.	N.A.	N.A.
	(d) Convertible Securities	N.A.	N.A.	N.A.
	(e) Any other instrument that would entitle the holder to receive shares in the TC.	N.A.	N.A.	N.A.

*Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.

For **Bharti Airtel Limited**



Rajendra Chopra
(Dy. Company Secretary)

Place: New Delhi
Date: 04.04.2014

