

Nettle Infrastructure Investments Limited

April 3, 2017

The Securities and Exchange Board of India

SEBI Bhavan, Plot No. C4 – A, 'G' Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400051, India

Sub: Report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Takeover Regulations') in respect of acquisition under Regulation 10(1)(a)(iii) of Takeover Regulations.

Dear Sir/Madam,

Please find enclosed the Report under Regulation 10(7) of Takeover Regulations in respect of the acquisition of shares of Bharti Infratel Limited made pursuant to Regulation 10(1)(a)(iii) on March 29, 2017.

The respective intimation and report under Regulation 10(5) and 10(6) of Takeover Regulations has already been filed with BSE Limited and National Stock Exchange of India Limited on March 20, 2017 and March 29, 2017 respectively.

The applicable fees of Rs. 1,50,000/- is enclosed vide Demand Draft No. 819831 dated March 31, 2017 drawn on Kotak Mahindra Bank Ltd. payable at Mumbai in favour of "Securities and Exchange Board of India"

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



CC:

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

Company Secretary & Compliance Officer
Bharti Infratel Limited
Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase II, New Delhi - 110 070, India

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

Report to SEBI under Regulation 10(7) in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

1 General Details		
a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Name : Nettle Infrastructure Investments Limited Address: 3 rd Floor, Worldmark 2, Asset 8, Aerocity, NH-8, New Delhi – 110037, India Telephone: +91-11-4138 4000 Email: corporate.secretarial@bharti.in
b.	Whether sender is the acquirer (Y/N)	No
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Copy of the Board Resolution is enclosed as 'Annexure A'.
d.	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	Name: Suman Singh Address: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070, India. Telephone no.: 011 – 4666 6286 Email: suman.singh@bharti.in
2 Compliance of Regulation 10(7)		
a.	Date of report	April 3, 2017
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes, the acquisition was made on March 29, 2017.
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, a Demand Draft of Rs. 1,50,000 is enclosed as 'Annexure B'
3 Compliance of Regulation 10(5)		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, atleast 4 working days before the date of the proposed acquisition.	Yes
b.	Date of Report	March 20, 2017
4 Compliance of Regulation 10(6)		
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition	Yes, the acquisition was made on March 29, 2017
b.	Date of Report	March 29, 2017

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 4000

CIN: U93000DL2010PLC301236; email: corporate.secretarial@bharti.in



Nettle Infrastructure Investments Limited

5	Details of the Target Company					
	a.	Name & address of TC	Bharti Infratel Limited			
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited			
6	Details of the acquisition					
	a.	Date of acquisition	March 29, 2017			
	b.	Acquisition price per share (in Rs.)	Rs. 325.00/- per share			
	c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7)(whether Regulation 3(1), 3(2),4 or 5)	Regulation 3(2) of Takeover Regulations			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no: & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No: of Shares	% w.r.t total share capital /voting rights of TC	No: of Shares	% w.r.t total share capital /voting rights of TC
		Name(s) of the acquirer(s)(**)				
		Nettle Infrastructure Investments Limited (Acquirer)	Nil	Nil	209,416,643	11.32
		Bharti Airtel Limited (PAC) (Being the Holding Company of Acquirer)	1,140,315,371	61.65	930,898,728	50.33
		Total	1,140,315,371	61.65	1,140,315,371	61.65
	e.	Shareholding of seller/s in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) (*)	Before the acquisition		After the acquisition	
			No: of Shares	% w.r.t total share capital /voting rights of TC	No: of Shares	% w.r.t total share capital /voting rights of TC
		Name(s) of the seller(s) (**)				
		Bharti Airtel Limited	1,140,315,371	61.65	930,898,728	50.33

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

7. Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(iii)		
a	Provide the names of the seller/s	Bharti Airtel Limited
b	Specify the relationship between the acquirer/s and the seller/s.	Nettle Infrastructure Investments Limited ('acquirer') is the wholly owned subsidiary of Bharti Airtel Limited ('Seller')
c	Confirm that the acquirer and the seller/s satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations	Yes, the acquirer confirms that the acquirer and the seller satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations. Relationship: Subsidiary and Holding Company
d	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	Rs. 310.04/- per share [based on trades on NSE for 60 days preceding March 20, 2017, the date of issuance of notice regarding the proposed acquisition under Regulation (5)]
e	If shares of the TC are infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
f	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	The acquirer confirms that the acquisition price per share (i.e. Rs. 325/-) is not higher by more than twenty-five percent of the price as calculated in (d) above i.e. Rs. 310.04/- per share
g	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	March 20, 2017
h	Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same.	Yes, the Seller has complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) and such compliances were not applicable to the Acquirer (Nettle Infrastructure Investments Limited). The aforesaid disclosures dated April 8, 2016, April 03, 2015 and April 4, 2014 made by Seller (Bharti Airtel Limited) under Regulation 30 are enclosed as ' Annexure C '.

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

i	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with.	The acquirer confirms that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with.
---	--	--

We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

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



Suman Singh
Authorized Signatory



Date: April 3, 2017

Place: New Delhi

NOTE:

- * In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately
- ** Shareholding of each entity shall be shown separately and then collectively in a group.

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

Certified true copy of the resolution passed by the Board of Directors of Nettle Infrastructure Investments Limited in its meeting held on March 14, 2017

“RESOLVED THAT in accordance with provisions of Sections 179, 186 and other applicable provisions, if any, of the Companies Act, 2013, and subject to such guidelines and other regulations as may be applicable and subject to the approval of the shareholders of the Company, consent of the Board, be and is hereby accorded to make investment in the share capital of Bharti Infratel Limited, having its registered office at Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, New Delhi – 110070, from time to time upto an aggregate amount of Rs. 1,25,00,00,00,000 (Rupees Twelve Thousand Five Hundred Crores Only) on such terms and conditions as may be mutually accepted.

RESOLVED FURTHER THAT that Sushil Kumar Sayal, Puneet Khullar, Vidya Raman Suares, directors of the Company, Nilanjan Roy, Suman Singh and Arpit Mundra authorised signatories, be and are hereby severally authorized to sign and execute such forms, documents, agreements etc. as may be required including filing of necessary documents before any relevant central, state local or any other statutory authority including but not limited to the Registrar of Companies, the Stock Exchanges and the Securities and Exchange Board of India and to do all such acts, deeds and things in this regard and as may deem fit and necessary in the best interest of the Company.”

Certified True Copy

For Nettle Infrastructure Investments Limited



Vidya Raman Suares

Director

DIN: 07203739

Address: Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase – II, New Delhi - 110070

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



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)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4866 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: cmist@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, 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]

(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, 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: L74899DL1995PLC070608]
(a Bharti Enterprise)

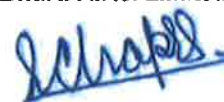
Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070
T.: +91-11-4666 6100, F.: +91-11-4166 6137, Email id: compliance.officer@bharti.in, Website: www.airtel.in

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