

Nettle Infrastructure Investments Limited

December 02, 2020

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: Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended

Dear Sir / Ma'am,

Please find enclosed herewith the disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended w.r.t acquisition of 133,000,000 equity shares representing ~ 4.94% equity stake in Bharti Infratel Limited.

Kindly take the above information on record.

Thanking you,
Yours faithfully,

For Nettle Infrastructure Investments Limited



Suman Singh
Authorized Signatory

Encl: as above



CC:

Company Secretary & Compliance Officer

Bharti Infratel Limited
Building No. 10, Tower A
4th floor, DLF Cyber City,
Gurugram, Haryana - 122002
Email: compliance.officer@bharti-infratel.in

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

Disclosure under Regulation 29(1) & 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part- A – Details of Acquisition

Name of the Target Company (TC)	Bharti Infratel Limited		
Name(s) of the acquirer/-Seller and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Nettle Infrastructure Investments Limited. PAC: Bharti Airtel Limited being Holding Company of acquirer.		
Whether the acquirer/-Seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition pursuant to acquisition/-sale, as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/sale under consideration, holding of :			
a) Shares carrying voting rights	989,780,979	36.73%	36.73%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)	989,780,979	36.73%	36.73%
Details of acquisition/-sale:			
a) Shares carrying voting rights acquired/sold	133,000,000	4.94%	4.94%
b) VRs acquired/sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+d)	133,000,000	4.94%	4.94%
After the acquisition/-sale, holding of:			
a) Shares carrying voting rights	1,122,780,979	41.66%	41.66%
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)	1,122,780,979	41.66%	41.66%
Mode of acquisition /-sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity shares		
Date of acquisition /-sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 02, 2020		
Equity share capital / total voting capital of the TC before the said acquisition /-sale	₹ 26,949,369,500 divided into 2,694,936,950 fully paid-up equity shares of ₹10 each		
Equity share capital/ total voting capital of the TC after the said acquisition /-sale	₹ 26,949,369,500 divided into 2,694,936,950 fully paid-up equity shares of ₹10 each		

Total diluted share/ voting capital of the TC after the said acquisition /sale	₹ 26,949,369,500 divided into 2,694,936,950 fully paid-up equity shares of ₹10 each
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- (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- (**) 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.

Note: This disclosure is being filed pursuant to regulation 29(1) and 29(2) w.r.t. change in shareholding of Nettle Infrastructure Investments Limited. The details of shareholding of Acquirer and PAC are as under:

Name of the Shareholder	Shareholding before the acquisition# /sale			Shares acquired /-sold #			Shareholding After the acquisition# /sale		
	Number of Shares	% w.r.t. total share/ voting capital	% w.r.t. total diluted share/ voting capital	Number of Shares	% w.r.t. total share/ voting capital	% w.r.t. total diluted share/ voting capital	Number of Shares	% w.r.t. total share/ voting capital	% w.r.t. total diluted share/ voting capital
Nettle Infrastructure Investments Limited	368,882,251	13.69	13.69	133,000,000	4.94	4.94	501,882,251	18.62	18.62
Bharti Airtel Limited	620,898,728	23.04	23.04	-	-	-	620,898,728	23.04	23.04
Total	989,780,979	36.73	36.73	133,000,000	4.94	4.94	1,122,780,979	41.66	41.66

- (#) The percentage of total share capital / voting rights is based on the total number of outstanding shares and voting rights of the Company as on December 02, 2020.

- Bharti Airtel Limited is a promoter of Bharti Infratel Limited as prescribed in its IPO Prospectus dated December 19, 2012.
- Nettle Infrastructure Investments Limited (wholly owned subsidiary of Bharti Airtel Limited) qualifies as part of Promoter Group u/r 2(1)(t) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 as well as person acting in concert with promoter (Bharti Airtel Limited) as specified u/r 2(1)(q) of the Regulations.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

For Nettle Infrastructure investments Limited



Suman Singh
Authorized Signatory

Date: December 02, 2020
Place: Noida

