



31 January, 2023

**National Stock Exchange of India Limited**

“Exchange Plaza”,  
Bandra - Kurla Complex,  
Bandra (E),  
Mumbai – 400 051

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sirs,

**Sub: Outcome of Board Meeting**

**Ref: “Vodafone Idea Limited” (IDEA / 532822)**

In furtherance to our letter dated 26 January, 2023, whereby we had informed that the earlier approval granted by the shareholders’ at the Extra-ordinary General Meeting held on 21<sup>st</sup> November, 2022 for issue of optionally convertible debentures to ATC Telecom Infrastructure Private Limited (‘**ATC**’) had lapsed, and therefore pursuant to the provisions of Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) read together with Para A of Part A of Schedule III of the Regulations, we wish to inform you that the Board of Directors of Vodafone Idea Limited (‘**the Company**’), at its meeting held today i.e. 31 January, 2023, has again approved Preferential Issuance of upto 16000 Indian Rupee denominated optionally convertible, unsecured, unrated and unlisted debentures having a face value of Rs. 10,00,000 each, in one or more tranches, aggregating upto Rs.1600 crores, convertible into equity shares at a conversion price of Rs. 10/- per equity share, to ATC, a non-promoter of the Company, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (‘**ICDR Regulations**’), subject to approval of shareholders’ in general meeting and such other regulatory and statutory approvals, as may be required.

The funds so raised shall be used to pay amounts owed by the Company to ATC under the master lease agreements and, to the extent of the remainder, for general corporate purposes of the Company.

For the said purpose of seeking approval of shareholders, the Board of the Company has also approved convening of an extra ordinary general meeting on Saturday, 25 February, 2023.

The details, as required to be disclosed under Regulation 30 read with SEBI Circular dated September 09, 2015, are also enclosed as Annexure A.

The meeting of the Board of Directors of the Company commenced at 3.30 P.M. and concluded at 04.00 P.M.

The above is for your information and dissemination to the members.

Thanking you,

Yours truly,

**For Vodafone Idea Limited**

**Pankaj Kapdeo**  
**Company Secretary**



## Annexure A

Details as required to be disclosed under Regulation 30 read with SEBI Circular dated September 09, 2015

Sr. No.	Particulars	Details
1.	Type of securities proposed to be issued	Indian Rupee denominated optionally convertible, unlisted, unsecured and unrated debentures (“OCDs”)
2.	Type of issuance	Preferential Issuance under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 16,000 optionally convertible, unsecured, unrated and unlisted debentures having a face value of Rs. 10,00,000/- each, at par aggregating to Rs. 1,600 crores.
4.	Additional details in case of preferential issue:  a) Names of the investors;  b) post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; and  c) In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	<p>ATC Telecom Infrastructure Private Limited</p> <p>Issue Price – At Par of Rs. 10,00,000 per OCD, each convertible into 1,00,000 Equity Shares of the Company at a conversion price of Rs. 10/- per share.</p> <p>The OCDs shall carry a coupon rate of 11.2% per annum, payable semi-annually during its term.</p> <p>Number of proposed investors - One</p> <p>Maximum OCD term of eighteen (18) months from the date of issue and allotment of the first tranche of OCDs.</p>