

7 May 2019

**Department of Corporate Services
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C-1, Block 'G'
Bandra Kurla Complex, Bandra (E)
Mumbai 400 051

Re: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations")

Dear Sir/Madam,

This letter sets out the disclosure being made pursuant to Regulation 29(2) of the SEBI Takeover Regulations by certain promoters of Vodafone Idea Limited (the "**Target Company**") in connection with the acquisition of equity shares of the Target Company pursuant to a rights issue.

In relation to the above, please see enclosed the disclosure by the following promoters of the Target Company in the prescribed format under Regulation 29(2) of the SEBI Takeover Regulations:

- (i) Al-Amin Investments Limited;
- (ii) Asian Telecommunication Investments (Mauritius) Limited;
- (iii) CCII (Mauritius), Inc.;
- (iv) Euro Pacific Securities Ltd;
- (v) Mobilvest;
- (vi) Prime Metals Ltd;
- (vii) Trans Crystal Ltd;
- (viii) Vodafone Telecommunications (India) Limited;
- (ix) Jaykay Finholding (India) Private Limited;
- (x) Omega Telecom Holdings Private Limited;
- (xi) Telecom Investments India Private Limited; and
- (xii) Usha Martin Telematics Limited.

We request you to kindly take the above on record and acknowledge receipt.

Yours sincerely,

[Signatures to follow]

For and on behalf of **Al-Amin Investments Limited**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Asian Telecommunication Investments (Mauritius) Limited**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **CCII (Mauritius), Inc.**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Euro Pacific Securities Ltd**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Mobilvest**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Prime Metals Ltd**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Trans Crystal Ltd**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Vodafone Telecommunications (India) Limited**



Name: GERHARDUS ADRIAAN VAN NIEKERK
Designation: DIRECTOR
Place: MAURITIUS

For and on behalf of **Jaykay Finholding (India) Private Limited**

Abhijeet Modak

Name: *Abhijeet Modak*
Designation: *Company Secretary*
Place: *PUNE*

For and on behalf of **Omega Telecom Holdings Private Limited**

R. Balakrishnan

Name: *R. Balakrishnan*
Designation: *Company Secretary*
Place: *PUNE*

For and on behalf of **Telecom Investments India Private Limited**

Abhijeet Modak

Name: *Abhijeet Modak*
Designation: *Company Secretary*
Place: *PUNE*

For and on behalf of **Usha Martin Telematics Limited**

Abhijeet Modak

Name: *Abhijeet Modak*
Designation: *Company Secretary*
Place: *PUNE*

cc: Vodafone Idea Limited
Suman Tower
Plot No. 18, Sector 11
Gandhinagar 382 011
Gujarat

Enclosed: Disclosure under Regulation 29(2) of the SEBI Takeover Regulations

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

Date: 7 May 2019

Name of the Target Company (TC)	Vodafone Idea Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	(i) Al-Amin Investments Limited (ii) Asian Telecommunication Investments (Mauritius) Limited (iii) CCI (Mauritius), Inc. (iv) Euro Pacific Securities Ltd (v) Mobilvest (vi) Prime Metals Ltd (vii) Trans Crystal Ltd (viii) Vodafone Telecommunications (India) Limited (ix) Jaykay Finholding (India) Private Limited (x) Omega Telecom Holdings Private Limited (xi) Telecom Investments India Private Limited (xii) Usha Martin Telematics Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) BSE Limited (ii) National Stock Exchange of India Limited		
Details of the acquisition / disposal 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 under consideration, holding of:			
a) Shares carrying voting rights (<i>Please see Table A below</i>)	3,955,576,455	45.28%	45.28%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	N.A.	N.A.
c) Voting rights (VR) otherwise than by shares	Nil	N.A.	N.A.
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)	Nil	N.A.	N.A.
e) Total (a+b+c+d)	3,955,576,455	45.28%	45.28%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/ sold (<i>Please see Table B below</i>)	8,800,000,000	30.62%	30.62%
b) VRs acquired/ sold otherwise than by shares	Nil	N.A.	N.A.
c) Warrants/ convertible securities/ any other instrument that entitles the	Nil	N.A.	N.A.

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	Nil	N.A.	N.A.
e) Total (a+b+c+/-d)	8,800,000,000	30.62%	30.62%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights (<i>Please see Table C below</i>)	12,755,576,455	44.39%	44.39%
b) Shares encumbered with the acquirer	Nil	N.A.	N.A.
c) VRs otherwise than by shares	Nil	N.A.	N.A.
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	Nil	N.A.	N.A.
e) Total (a+b+c+d)	12,755,576,455	44.39%	44.39%
Mode of acquisition/sale (e.g. open market/ off market/ public issue/ preferential allotment/ inter se transfer etc.)	Allotment of equity shares on 4 May 2019 pursuant to a rights issue of Vodafone Idea Limited		
Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	4 May 2019		
Equity share capital/total voting capital of the TC before the said acquisition/sale	INR 87,355,583,290 comprising 8,735,558,329 equity shares of INR 10 each		
Equity share capital/total voting capital of the TC after the said acquisition/sale	INR 287,353,892,400 comprising 28,735,389,240 equity shares of INR 10 each		
Total diluted share/voting capital of the TC after the said Acquisition	INR 287,353,892,400 comprising 28,735,389,240 equity shares of INR 10 each		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or based on the Target Company's corporate announcement dated 5 May 2019, as applicable.

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

Table A

S. No.	Name of the Shareholder	Total number of equity shares held prior to the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Al-Amin Investments Limited	247,074,233	2.83%	2.83%
2.	Asian Telecommunication Investments (Mauritius) Limited	298,062,840	3.41%	3.41%
3.	CCII (Mauritius), Inc.	135,602,165	1.55%	1.55%
4.	Euro Pacific Securities Ltd	792,754,922	9.08%	9.08%
5.	Mobilvest	509,502,318	5.83%	5.83%
6.	Prime Metals Ltd	664,399,929	7.61%	7.61%
7.	Trans Crystal Ltd	444,187,567	5.08%	5.08%
8.	Vodafone Telecommunications (India) Limited	493,851,584	5.65%	5.65%
9.	Jaykay Finholding (India) Private Limited	7,592,136	0.09%	0.09%
10.	Omega Telecom Holdings Private Limited	76,687,227	0.88%	0.88%
11.	Telecom Investments India Private Limited	194,738,421	2.23%	2.23%
12.	Usha Martin Telematics Limited	91,123,113	1.04%	1.04%
	TOTAL	3,955,576,455	45.28%	45.28%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or based on the Target Company's corporate announcement dated 5 May 2019, as applicable.

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

Table B

S. No.	Name of the Shareholder	Number of equity shares acquired in the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Al-Amin Investments Limited	565,669,953	1.97%	1.97%
2.	Asian Telecommunication Investments (Mauritius) Limited	682,407,028	2.37%	2.37%
3.	CCII (Mauritius), Inc.	310,457,587	1.08%	1.08%
4.	Euro Pacific Securities Ltd	2,406,231,184	8.37%	8.37%
5.	Mobilvest	1,166,492,148	4.06%	4.06%
6.	Prime Metals Ltd	1,521,126,152	5.29%	5.29%
7.	Trans Crystal Ltd	1,016,955,744	3.54%	3.54%
8.	Vodafone Telecommunications (India) Limited	1,130,660,204	3.94%	3.94%
9.	Jaykay Finholding (India) Private Limited	Nil	N.A.	N.A.
10.	Omega Telecom Holdings Private Limited	Nil	N.A.	N.A.
11.	Telecom Investments India Private Limited	Nil	N.A.	N.A.
12.	Usha Martin Telematics Limited	Nil	N.A.	N.A.
	TOTAL	8,800,000,000	30.62%	30.62%

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or based on the Target Company's corporate announcement dated 5 May 2019, as applicable.

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

Table C

S. No.	Name of the Shareholder	Total number of equity shares held after the acquisition under consideration	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
1.	Al-Amin Investments Limited	812,744,186	2.83%	2.83%
2.	Asian Telecommunication Investments (Mauritius) Limited	980,469,868	3.41%	3.41%
3.	CCII (Mauritius), Inc.	446,059,752	1.55%	1.55%
4.	Euro Pacific Securities Ltd	3,198,986,106	11.13%	11.13%
5.	Mobilvest	1,675,994,466	5.83%	5.83%
6.	Prime Metals Ltd	2,185,526,081	7.61%	7.61%
7.	Trans Crystal Ltd	1,461,143,311	5.08%	5.08%
8.	Vodafone Telecommunications (India) Limited	1,624,511,788	5.65%	5.65%
9.	Jaykay Finholding (India) Private Limited	7,592,136	0.03%	0.03%
10.	Omega Telecom Holdings Private Limited	76,687,227	0.27%	0.27%
11.	Telecom Investments India Private Limited	194,738,421	0.68%	0.68%
12.	Usha Martin Telematics Limited	91,123,113	0.32%	0.32%
	TOTAL	12,755,576,455	44.39%	44.39%

(*) Total share capital/voting capital to be taken as per the latest filing done by the Target Company to the Stock Exchanges under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, or based on the Target Company's corporate announcement dated 5 May 2019, as applicable.

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

For and on behalf of **Al-Amin Investments Limited**



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For and on behalf of Jaykay Finholding (India)
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For and on behalf of Telecom Investments India
Private Limited

For and on behalf of Usha Martin Telematics
Limited

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