

Nettle Infrastructure Investments Limited

March 11, 2019

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 18, 2019
	c) Number of shares to be acquired from each person mentioned in 4(a) above	Upto 591,874,639 equity shares
	d) Total shares to be acquired as % of share capital of TC	Upto 32%*
	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	Evaluation of monetization opportunities in future.
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. 289.96/- 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 the date of proposed acquisition) /	i) The Transferor (Bharti Airtel Limited) and Transferee (Nettle Infrastructure Investments Limited) have complied (during 3 years prior to the date of proposed acquisition) / will comply with

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

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



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Nettle Infrastructure Investments Limited

	<p>will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)</p> <p>ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p>	<p>applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997).</p> <p>ii) The disclosures of the Transferor Company and Transferee Company are enclosed as 'Annexure A'.</p>			
10.	<p>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</p>	<p>All the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.</p>			
11.	<p>Shareholding details</p>	<p>Before the proposed Transaction</p>		<p>After the proposed Transaction*</p>	
		<p>No. of shares /voting rights</p>	<p>% w.r.t total share capital of TC</p>	<p>No. of shares /voting rights</p>	<p>% w.r.t total share capital of TC</p>
	<p>a Acquirer(s) and PACs (other than sellers)</p>	<p>58,882,251</p>	<p>3.18%</p>	<p>650,756,890</p>	<p>35.18%</p>
	<p>b Seller (s)</p>	<p>930,898,728</p>	<p>50.33%</p>	<p>339,024,089</p>	<p>18.33%</p>

*The Percentages mentioned in point 4(d) and 11 above have been computed assuming the acquisition of maximum number of equity shares (i.e. 591,874,639 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 11, 2019
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. and	Bharti Airtel Limited Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India		
	(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		<i>Number</i>	<i>% w.r.t. total share / voting capital wherever applicable</i>	<i>% of total diluted share / voting capital of TC (*)</i>
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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CIN: L74899DL1995PLC070609



Part-B

Name of the Target Company: Bharti Infratel Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	PAN of the person and PACs
<u>Bharti Airtel Limited</u> Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India	Yes	AAACB2894G

For Bharti Airtel Limited

Rajendra Chopra
Senior VP & Company Secretary

Place: New Delhi
Date: 08.04.2016

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 05, 2017

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, 2017.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Bharti Airtel Limited

Rohit Krishan Puri
Deputy 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)

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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(s) together with Persons Acting in Concert (PAC) 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 TC) is more than 25% of the 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 Person Acting in Concert Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2, Asset 8, Aerocity, NH- 8, New Delhi, New Delhi, Delhi, India, 110037		
4	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
	As of March 31, 2017, holding of:			
	(a) Shares:			
	- Bharti Airtel Limited	930,898,728	50.33%	50.33%
	- Nettle Infrastructure Investments Limited	209,416,643	11.32%	11.32%
	(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	1,140,315,371	61.65%	61.65%

*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.

Part-B

Name of the Target Company: Bharti Infratel Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	PAN of the person and PACs
<u>Bharti Airtel Limited</u> Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India <u>Person acting in Concert:</u> Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2, Asset 8, Aerocity, NH- 8, New Delhi, New Delhi, Delhi, India, 110037	Yes	AAACB2894G AADCN4429N

For Bharti Airtel Limited



Rohit Krishan Puri
Dy. Company Secretary

Place: New Delhi
Date: 05.04.2017

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

April 02, 2018

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

Ref: Bharti Airtel Limited (532454 / BHARTIARTL)

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, 2018.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Bharti Airtel Limited


Rohit Krishan Puri
Deputy Company Secretary



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

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, Website: www.airtel.in
CIN: L74899DL1995PLC070609

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(s) together with Persons Acting in Concert (PAC) 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 TC) is more than 25% of the 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.	<u>Bharti Airtel Limited</u> Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India <u>Person Acting in Concert</u> Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2, Asset 8, Aerocity, NH- 8, New Delhi, New Delhi, Delhi, India, 110037		
4	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
	As of March 31, 2017, holding of:			
	(a) Shares:			
	- Bharti Airtel Limited	930,898,728	50.33%	50.33%
	- Nettle Infrastructure Investments Limited	58,882,251	03.18%	03.18%
	(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	989,780,979	53.51%	53.51%

*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.

Part-B

Name of the Target Company: Bharti Infratel Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	PAN of the person and PACs
<u>Bharti Airtel Limited</u> Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070, India	Yes	AAACB2894G
<u>Person acting in Concert:</u> Nettle Infrastructure Investments Limited 3rd Floor, Worldmark 2, Asset 8, Aerocity, NH- 8, New Delhi, New Delhi, Delhi, India, 110037		AADCN4429N

For Bharti Airtel Limited



Rohit Krishan Puri
Dy. Company Secretary

Place: New Delhi
Date: 02.04.2018

March 29, 2017

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

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001, India

Ref: Bharti Airtel Limited (532454 / BHARTIARTL)

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

Dear Sir / Madam,

Please find enclosed herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 w.r.t to inter-se transfer of 11.32 % stake (i.e. 209,416,643 equity shares) in Bharti Infratel Limited to Nettle Infrastructure Investments Limited, a wholly owned subsidiary of the Company.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Bharti Airtel Limited


Rohit Krishan Puri
Deputy Company Secretary



Encl: a/a

CC:

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

Bharti Airtel Limited

(a Bharati 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

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	Bharti Infratel Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Bharti Airtel Limited <u>Person Acting in Concert:</u> Nettle Infrastructure Investments Limited (a wholly owned subsidiary of Bharti Airtel Limited)		
Whether the acquirer 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 / 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/sale under consideration, holding of :			
a) Shares carrying voting rights	1,140,315,371	61.65%	61.65%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
c) Voting rights (VR) otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	1,140,315,371	61.65%	61.65%
Details of acquisition/sale:			
a) Shares carrying voting rights acquired /sold	209,416,643	11.32%	11.32%
b) VRs acquired /sold otherwise than by shares	Nil		
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	Nil		
d) Shares encumbered / invoked/released by the acquirer	Nil		
e) Total (a+b+c+d)	209,416,643	11.32%	11.32%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	930,898,728	50.33%	50.33%
b) Shares encumbered with the acquirer	Nil		
c) VRs otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	930,898,728[#]	50.33%	50.33%

Bharti Airtel Limited

(a Bharti Enterprise)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070

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CIN: L74899DL1995PLC070609





Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 29, 2017 (Date of sale of shares)
Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.

Being wholly owned Subsidiary, Nettle Infrastructure Investments Limited forms part of promoter group and is a person acting in concert with Bharti Airtel Limited. Therefore, aggregate holding of Promoter and Promoter Group (i.e Bharti Airtel Limited alongwith Nettle) after the transaction shall be 61.65%.

- (*) 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.

For Bharti Airtel Limited

Rohit Krishan Puri
Deputy Company Secretary



Place: New Delhi

Date: March 29, 2017

Bharti Airtel Limited

(a Bharati Enterprise)

Regd. & Corporate Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070

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CIN: L74899DL1995PLC070609

Nettle Infrastructure Investments Limited

March 29, 2017

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

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

Dear Sir / Madam,

Please find enclosed herewith the disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 w.r.t to the acquisition of 11.32 % stake (i.e. 209,416,643 equity shares) in Bharti Infratel Limited from Bharti Airtel Limited.

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:
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

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

PART A – details of the Acquisition

Name of the Target Company (TC)	Bharti Infratel Limited		
Name(s) of the acquirer 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 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 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 acquirer along with PACs of :			
a) Shares carrying voting rights			
▪ Acquirer (Nettle Infrastructure Investments Limited)	Nil	Nil	Nil
▪ PAC (Bharti Airtel Limited being Holding Company of acquirer)	1,140,315,371	61.65%	61.65%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
c) Voting rights (VR) otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	1,140,315,371	61.65%	61.65%
Details of acquisition:			
a) Shares carrying voting rights acquired	209,416,643	11.32%	11.32%
b) VRs acquired otherwise than by equity shares	Nil		
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	Nil		
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
e) Total (a+b+c+d)	209,416,643	11.32%	11.32%
After the acquisition, holding of acquirer along with PACs of :			
a) Shares carrying voting rights			
▪ Acquirer (Nettle Infrastructure Investments Limited)	209,416,643	11.32%	11.32%
▪ PAC (Bharti Airtel Limited being Holding Company of acquirer)	930,898,728	50.33%	50.33%
b) VRs otherwise than by equity shares	Nil		
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) after acquisition	Nil		
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
e) Total (a+b+c+d)	1,140,315,371	61.65%	61.65%
Mode of acquisition (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer/encumbrance etc).	Open market		

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



2

Nettle Infrastructure Investments Limited

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Securities acquired are existing full paid up equity shares having the face value of Rs. 10/- each
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	March 29, 2017 (Date of acquisition of shares)
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.

PART B – Name of the Target Company		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Nettle Infrastructure Investments Limited PAC: Bharti Airtel Limited	Yes	Nettle Infrastructure Investments Limited: AACN4429N Bharti Airtel Limited: AAACB2894G

- (*) 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.

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



Suman Singh
Authorized Signatory

Date: March 29, 2017

Place: New Delhi



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

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

August 08, 2017

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001, India

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

Dear Sir / Madam,

Please find enclosed herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 w.r.t. sale of 3.65 % stake (i.e. 67,534,392 equity shares) 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: a/a

CC:

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

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	Bharti Infratel Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Nettle Infrastructure Investments Limited (a wholly owned subsidiary of Bharti Airtel Limited) <u>Person Acting in Concert:</u> Bharti Airtel Limited		
Whether the acquirer 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/ 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/sale under consideration, holding of :			
a) Shares carrying voting rights	209,416,643	11.32%	11.32%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
c) Voting rights (VR) otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	209,416,643	11.32%	11.32%
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	67,534,392	03.65%	03.65%
b) VRs acquired /sold otherwise than by shares	Nil		
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	Nil		
d) Shares encumbered / invoked/released by the acquirer	Nil		
e) Total (a+b+c+d)	67,534,392	03.65%	03.65%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	141,882,251	7.67%	7.67%
b) Shares encumbered with the acquirer	Nil		
c) VRs otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	141,882,251	7.67%	7.67%
Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		

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

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

Nettle Infrastructure Investments Limited

Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	August 08, 2017 (Date of sale of shares)
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.

- (*) 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.

For Nettle Infrastructure Investments Limited



S Suman Singh
Authorized Signatory

Place: New Delhi

Date: August 08, 2017

Nettle Infrastructure Investments Limited

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

November 16, 2017

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001, India

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

Dear Sir / Madam,

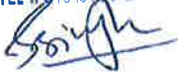
Please find enclosed herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 w.r.t. sale of 4.49 % stake (i.e. 83,000,000 equity shares) in Bharti Infratel Limited.

Kindly take the above information on record.

Thanking you,
Yours faithfully,

For Nettle Infrastructure Investments Limited

For NETTLE INFRASTRUCTURE INVESTMENTS LIMITED



Suman Singh Authorised Signatory
Authorized Signatory

Encl: a/a

CC:

Deputy 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

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	Bharti Infratel Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Nettle Infrastructure Investments Limited (a wholly owned subsidiary of Bharti Airtel Limited) <u>Person Acting in Concert:</u> Bharti Airtel Limited		
Whether the acquirer 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/ 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/sale under consideration, holding of :			
a) Shares carrying voting rights	141,882,251	7.67%	7.67%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil		
c) Voting rights (VR) otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	141,882,251	7.67%	7.67%
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold	83,000,000	04.49%	04.49%
b) VRs acquired /sold otherwise than by shares	Nil		
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	Nil		
d) Shares encumbered / invoked/released by the acquirer	Nil		
e) Total (a+b+c+d)	83,000,000	04.49%	04.49%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	58,882,251	3.18%	3.18%
b) Shares encumbered with the acquirer	Nil		
c) VRs otherwise than by shares	Nil		
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		
e) Total (a+b+c+d)	58,882,251	3.18%	3.18%
Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		

Nettle Infrastructure Investments Limited

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	November 14 , 2017 (Date of sale of shares)
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 18,496,082,460 divided into 1,849,608,246 equity shares of Rs. 10/- each.

- (*) 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.

For Nettle Infrastructure Investments Limited



Suman Singh Authorised Signatory
Authorized Signatory

Place: New Delhi

Date: November 16 , 2017