

February 2, 2019

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

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

Ref: Bharti Infratel Limited (534816/ INFRATEL)

Sub: Summary of proceedings of the meetings of Unsecured Creditors and Equity Shareholders of Bharti Infratel Limited convened and held on Saturday, February 2, 2019 as per the directions of the Hon'ble Chandigarh Bench of the National Company Law Tribunal at Chandigarh ('Tribunal')

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the summary of proceedings of the meetings of Unsecured Creditors and Equity Shareholders of Bharti Infratel Limited convened and held on Saturday, February 2, 2019 from 12.00 Noon to 1.00 P.M. and 2.30 P.M. to 3.30 P.M., respectively, as per the directions of the Tribunal in the matter of Scheme of Amalgamation and Arrangement between Indus Towers Limited ('**Transferor Company**') and Bharti Infratel Limited ('**Transferee Company**') and their respective shareholders and creditors.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Bharti Infratel Limited



**Samridhi Rodhe
Company Secretary**



Encl: As above

Summary of proceedings of the meetings of Unsecured Creditors and Equity Shareholders of Bharti Infratel Limited convened and held on Saturday, February 2, 2019 as per the directions of the Hon'ble Chandigarh Bench of the National Company Law Tribunal at Chandigarh ('Tribunal') given vide its Order dated December 17, 2018 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 read with Order dated December 24, 2018 in Company Application No. 624/2018 in Company Application No. CA (CAA) No. 27/Chd/Hry/2018 ('Orders')

The Tribunal convened meetings of Unsecured Creditors and Equity Shareholders (collectively referred to as '**Meetings**') were held today i.e., Saturday, February 2, 2019 from 12.00 Noon to 1:00 P.M. and from 2:30 P.M. to 3:30 P.M. respectively.

Mr. Vikas Bahl, Senior Advocate and Mr. Siddharth Mittal, Advocate were appointed as the Chairperson and the Alternate Chairperson, respectively for the aforementioned Meetings by the Tribunal vide its said Orders. The Chairperson presided over the Meetings. The Chairperson called the Meetings to order, with the quorum present at the Meetings.

The Chairperson welcomed Unsecured Creditors / Equity Shareholders and informed them that the Meetings have been convened pursuant to the Orders to consider, and if thought fit, approve with or without modification(s), the scheme of amalgamation and arrangement between Indus Towers Limited ('**Transferor Company**') and Bharti Infratel Limited ('**Transferee Company**') and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('**Scheme**').

The respective notice of each Meeting, Explanatory Statement under Sections 230(3), 232(1), 232(2) and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the Scheme along with other accompanying documents were dispatched to all the Unsecured Creditors / Equity Shareholders as per the directions contained in the Orders. With the permission of the Unsecured Creditors / Equity Shareholders, the respective notices convening the Meetings, including the proposed resolution were taken as read.

The Chairperson further informed the Equity Shareholders that in terms of the applicable provisions of the Companies Act, 2013 read with the relevant rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Transferee Company had also provided them, the facility to cast their vote through postal ballot or e-voting process administered by M/s. Karvy Fintech Private Limited. He further mentioned that the Transferee Company has provided the facility of voting at the Meeting through polling papers for those shareholders who did not exercise their votes through postal ballot or e-voting.

The Chairperson also informed that Mr. Ankush K. Sood, practicing company secretary (Membership No. FCS 4618, CP 7667) was appointed by the Tribunal as the Scrutinizer to conduct the postal ballot process, e-voting and voting at the Meetings in a fair and independent manner.

The Chairperson then invited queries/ clarifications from Unsecured Creditors / Equity Shareholders on the proposed resolution. There were no queries or clarifications that were sought by any of the Unsecured Creditors / Equity Shareholders in attendance.

The Chairperson requested the Unsecured Creditors/ Equity Shareholders to cast their vote on the proposed resolution(s). After the completion of voting at the respective Meetings, the Chairperson

informed the Unsecured Creditors / Equity Shareholders that the results of the voting will be disseminated subsequently within the stipulated time.

The Chairperson then concluded the Meetings with vote of thanks to all the Unsecured Creditors / Equity Shareholders for attending and participating in the Meetings.

For Bharti Infratel Limited



**Samridhi Rodhe
Company Secretary**

