

Nettle Infrastructure Investments Limited

March 19, 2019

National Stock Exchange of India Limited

Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051, India
Email: takeover@nse.co.in

BSE Limited

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

Sub: Disclosure under Regulation 29(1) and (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - Acquisition of shares

Dear Sir / Madam,

Please find enclosed herewith the disclosure under Regulation 29(1) and (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 w.r.t acquisition of 16.76% stake (i.e. 310,000,000 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 (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 29(1) and (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	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/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 acquirer along with PACs of:			
a) Shares carrying voting rights			
▪ Acquirer (Nettle Infrastructure Investments Limited)	58,882,251	3.18%	3.18%
▪ PAC (Bharti Airtel Limited being Holding Company of acquirer)	930,898,728	50.33%	50.33%
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)	989,780,979	53.51%	53.51%
Details of acquisition/sale by Acquirer:			
a) Shares carrying voting rights acquired/sold	310,000,000	16.76%	16.76%
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)	310,000,000	16.76%	16.76%
After the acquisition/sale, holding of acquirer along with PACs of :			
a) Shares carrying voting rights			
▪ Acquirer (Nettle Infrastructure Investments Limited)	368,882,251	19.94%	19.94%
▪ PAC (Bharti Airtel Limited being Holding Company of acquirer)	620,898,728	33.57%	33.57%
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)	989,780,979	53.51%	53.51%
Mode of acquisition /sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer		



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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 /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 18, 2019: 160,000,000 equity shares (8.65%) March 19, 2019: 150,000,000 equity shares (8.11%)
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 and on behalf of **Nettle Infrastructure Investments Limited**



Suman Singh
Authorized Signatory



Place: New Delhi
Date: March 19, 2019