



March 19, 2024

**National Stock Exchange of India Limited**

Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400051, India  
Symbol: BHARTIARTL/ AIRTELPP

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400001, India  
Scrip Code: 532454/ 890157

**Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

Dear Sir/ Ma'am,

We wish to inform that as a part of internal re-alignment, the Board of Directors of the Company, at its meeting held today, i.e. on Tuesday, March 19, 2024, has *inter-alia* approved the (a) purchase of 95% shareholding in Airtel Limited, a step-down wholly-owned subsidiary company from another wholly-owned subsidiary company; and (b) transfer of Company's entire shareholding in Nextra Data Limited, a subsidiary company to Airtel Limited. The above will have no impact on the ownership or control of the Company (i.e. Bharti Airtel limited) over the abovementioned subsidiaries.

The required details under SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as **Annexure A** and **Annexure B** respectively.

The meeting commenced at IST 1700 Hrs and concluded at IST 2035 Hrs.

Kindly take the same on record.

Thanking you,  
Sincerely yours,

For **Bharti Airtel Limited**

**Rohit Krishan Puri**  
**Dy. Company Secretary & Compliance Officer**

**Encl.: As above**

**Bharti Airtel Limited**  
(a Bharti Enterprise)

**Regd. Office:** Airtel Center, Plot No. 16, Udyog Vihar, Phase-IV, Gurugram – 122015, India  
**Corporate Office:** Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070, India  
T.: +91-124-4222222, F.: +91-124-4248063, Email id: [compliance.officer@bharti.in](mailto:compliance.officer@bharti.in), [www.airtel.in](http://www.airtel.in)  
CIN: L74899HR1995PLC095967



## Annexure A

S. No.	Particulars	Details						
<b>Details w.r.t. purchase of shareholding in Airtel Limited by Bharti Airtel Limited</b>								
1.	Name of the target entity, details in brief such as size, turnover etc.	Airtel Limited <u>Turnover</u> : NIL as on March 31, 2023						
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The purchase of shareholding in Airtel Limited by the Company falls within the purview of related party transactions as the Seller is a wholly owned subsidiary of the Company.  The purchase of shareholding shall be done at par value and shall have no impact on the ownership or control of the Company over Airtel Limited.						
3.	Industry to which the entity being acquired belongs	-						
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Internal re-alignment having no impact on the ownership or control of the Company over Airtel Limited.						
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.						
6.	Indicative time period for completion of the acquisition	As may be agreed between the parties.						
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration.						
8.	Cost of acquisition or the price at which the shares are acquired	Purchase of shareholding shall be done at par value.						
9.	Percentage of shareholding / control acquired and / or number of shares acquired	Purchase of 95% shareholding of Airtel Limited.						
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Airtel Limited was incorporated on March 16, 2021 and is the wholly-owned subsidiary of the Company.  <u>Turnover</u> : <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Financial year</th> <th style="text-align: center;">Turnover (Rs.)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">FY 2021-22</td> <td style="text-align: center;">Nil</td> </tr> <tr> <td style="text-align: center;">FY 2022- 23</td> <td style="text-align: center;">Nil</td> </tr> </tbody> </table>	Financial year	Turnover (Rs.)	FY 2021-22	Nil	FY 2022- 23	Nil
Financial year	Turnover (Rs.)							
FY 2021-22	Nil							
FY 2022- 23	Nil							

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## Annexure B

S. No.	Particulars	Details												
<b>Details w.r.t. transfer of 75.96% shareholding in Nxtra Data Limited by Bharti Airtel Limited to Airtel Limited.</b>														
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such subsidiary company of the listed entity during the last financial year	<p>The amount and percentage of the turnover and net worth contributed by Nxtra during the financial year 2022-23 are as under:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">Nxtra (Rs. Mn)</th> <th style="text-align: center;">Bharti Airtel Limited (Consolidated) (Rs. Mn)</th> <th style="text-align: center;">Percentage Contribution</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td style="text-align: right;">16,011</td> <td style="text-align: right;">1,391,448</td> <td style="text-align: right;">1.15%</td> </tr> <tr> <td>Net Worth</td> <td style="text-align: right;">25,512</td> <td style="text-align: right;">757,402</td> <td style="text-align: right;">3.37%</td> </tr> </tbody> </table>	Particulars	Nxtra (Rs. Mn)	Bharti Airtel Limited (Consolidated) (Rs. Mn)	Percentage Contribution	Turnover	16,011	1,391,448	1.15%	Net Worth	25,512	757,402	3.37%
Particulars	Nxtra (Rs. Mn)	Bharti Airtel Limited (Consolidated) (Rs. Mn)	Percentage Contribution											
Turnover	16,011	1,391,448	1.15%											
Net Worth	25,512	757,402	3.37%											
2.	Date on which the agreement for sale has been entered into	Agreement is expected to be entered on or before March 22, 2024.												
3.	The expected date of completion of sale/ disposal	As may be agreed between the parties.												
4.	Consideration received from such sale/ disposal	The transfer of shareholding by the Company shall be done on arm's length basis.												
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof	Transfer of 75.96% shareholding by the Company to Airtel Limited, a wholly owned subsidiary of the Company, pursuant to an internal re-alignment. This will have no impact on the ownership or control of the Company over Nxtra Data Limited.												
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	The transfer of shareholding falls within the purview of related party transactions and shall be done at arm's length.												
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not Applicable.												
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable.												

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