

# Nettle Infrastructure Investments Limited

March 29, 2017

National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400001  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

**Sub: Report under Regulation 10(6) 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,

Further to our intimation dated March 20, 2017 under Regulation 10(5) of the Takeover Regulations, we are now enclosing the Report under Regulation 10(6) in respect of the acquisition of shares of Bharti Infratel Limited made pursuant to Regulation 10(1)(a)(iii).

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:** 3<sup>rd</sup> 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](mailto:corporate.secretarial@bharti.in)

# Nettle Infrastructure Investments Limited

## Disclosure under Regulation 10(6) of Takeover Regulations

Report in respect of acquisition made in reliance upon exemption provided for in 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. | Name of the stock exchange where shares of the TC are listed                                                                                                                                                                                                        | National Stock Exchange of India Limited<br>BSE Limited                                                                                                                                                                             |                                                                  |
| 4. | Details of the transaction including rationale, if any, for the transfer/acquisition of shares.                                                                                                                                                                     | Acquisition of 209,416,643 equity shares by Nettle Infrastructure Investments Limited from Bharti Airtel Limited on March 29, 2017.<br><br><b>Rationale:</b> Restructuring of Promoter holding amongst Group Companies              |                                                                  |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer                                                                                                                                                                                     | Regulation 10(1)(a)(iii) of Takeover Regulations                                                                                                                                                                                    |                                                                  |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br><br>▪ Whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>▪ date of filing with the stock exchange | Yes, the disclosure of acquisition was required to be made under regulation 10 (5).<br><br>The said disclosure under regulation 10 (5) was made within the timeline specified under the Takeover Regulations.<br><br>March 20, 2017 |                                                                  |
| 7. | Details of acquisition                                                                                                                                                                                                                                              | Disclosures required to be made under regulation 10(5)                                                                                                                                                                              | Whether the disclosures under regulation 10(5) are actually made |
|    | a) Name of the transferor / seller                                                                                                                                                                                                                                  | Bharti Airtel Limited                                                                                                                                                                                                               | Bharti Airtel Limited                                            |
|    | b) Date of acquisition                                                                                                                                                                                                                                              | On or after March 27, 2017                                                                                                                                                                                                          | March 29, 2017                                                   |
|    | c) Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above                                                                                                                                                          | Upto 400,000,000 equity shares                                                                                                                                                                                                      | 209,416,643 shares                                               |
|    | d) Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC                                                                                                                                                                   | 21.63% (approx.)                                                                                                                                                                                                                    | 11.32%                                                           |
|    | e) Price at which shares are proposed to be acquired / actually acquired                                                                                                                                                                                            | At or around the market price prevailing on the date of acquisition subject to the proviso to                                                                                                                                       | Rs. 325.00                                                       |

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|    |                      |                            |                                                                                                        |                                   |                                                      |
|----|----------------------|----------------------------|--------------------------------------------------------------------------------------------------------|-----------------------------------|------------------------------------------------------|
|    |                      |                            | Regulation 10(1)(a) of Takeover Regulations, 2011 and other applicable regulations prescribed by SEBI. |                                   |                                                      |
| 8. | Shareholding details |                            | Pre - Transaction                                                                                      |                                   | Post - Transaction                                   |
|    |                      |                            | No. of shares held                                                                                     | % w.r.t total share capital of TC | No. of shares held % w.r.t total share capital of TC |
|    | a                    | Each Acquirer / Transferee | Nil                                                                                                    | Nil                               | 209,416,643 11.32%                                   |
|    | b                    | Each Seller / Transferor   | 1,140,315,371                                                                                          | 61.65%                            | 930,898,728 50.33%                                   |

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



**Suman Singh**  
Authorized Signatory



**Date:** March 29, 2017

**Place:** New Delhi

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