4 October 2019

Department of Corporate Services
BSE Limited
Phiroze Jeejebhoy Towers
Dalal Street, Fort, Mumbai 400 001

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C-1, Block 'G'
Bandra Kurla Complex, Bandra (E), Mumbai 400 051

Re: Additional Disclosure under Regulation 31(1) read with Regulation 28(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations") and the SEBI Circular No. SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated 7 August 2019 (the "SEBI Circular")

Dear Sir/Madam,

This letter sets out the disclosure being made pursuant to Regulation 31(1) of the SEBI Takeover Regulations read with the SEBI Circular by certain promoters of Vodafone Idea Limited (the "**Target Company**").

Al-Amin Investments Limited, Asian Telecommunication Investments (Mauritius) Limited, Trans Crystal Ltd, Vodafone Telecommunications (India) Limited, CCII (Mauritius), Inc., Euro Pacific Securities Ltd, Prime Metals Ltd and Mobilvest are entities incorporated in Mauritius (collectively, the "**Vodafone Promoter Mauritius Shareholders**"). Omega Telecom Holdings Private Limited, Jaykay Finholding (India) Private Limited, Telecom Investments India Private Limited, and Usha Martin Telematics Limited are entities incorporated in India (collectively, the "**Vodafone Promoter Indian Shareholders**"). The Vodafone Promoter Mauritius Shareholders and the Vodafone Promoter Indian Shareholders are collectively referred to as the "**Vodafone Promoter Shareholders**".

The Vodafone Promoter Shareholders collectively hold 12,755,576,455 equity shares of the Target Company, which comprised, as of 30 June 2019, approximately 44.39% of the equity share capital of the Target Company. Such equity shares are subject to an indirect encumbrance as described below.

In relation to financing arrangements of Vodafone group companies, pledges of shares (as indicated below) have been created in favour of HSBC Corporate Trustee Company (UK) Limited acting as the security trustee for Dynamo Finance Designated Activity Company, and such pledges of shares have been on-assigned to HSBC Corporate Trustee Company (UK) Limited acting as the security trustee for BNP Paribas, HSBC Bank plc, ING Bank N.V., Singapore Branch, Standard Chartered Bank, Bank of America Merrill Lynch International Designated Activity Company, Morgan Stanley Senior Funding, Inc., AlbaCore Partners II Investment Holdings D Designated Activity Company and Burlington Loan Management Designated Activity Company. Each of the entities named above has been incorporated outside India.

S. No.	Pledgor	Company whose Shares are Pledged
1.	CGP Investments (Holdings) Ltd (*incorporated in the Cayman Islands*)	Array Holdings Limited (*incorporated in Mauritius*)
2.	Array Holdings Limited (*incorporated in Mauritius*)	• Each of the following Vodafone Promoter Mauritius Shareholders: (a) Al-Amin Investments Limited (b) Asian Telecommunication Investments (Mauritius) Limited (c) Trans Crystal Ltd (d) Vodafone Telecommunications (India) Limited • CGP India Investments Ltd. (which directly or indirectly holds 100% of the equity share capital of each of the following Vodafone Promoter Indian Shareholders): (a) Omega Telecom Holdings Private Limited (b) Jaykay Finholding (India) Private Limited

S. No.	Pledgor	Company whose Shares are Pledged
		(c) Telecom Investments India Private Limited (d) Usha Martin Telematics Limited
3.	CGP India Investments Ltd (*incorporated in Mauritius*)	Each of the following Vodafone Promoter Mauritius Shareholders: (a) CCII (Mauritius), Inc. (b) Euro Pacific Securities Ltd (c) Prime Metals Ltd (d) Mobilvest

Please see enclosed the disclosure by the Vodafone Promoter Shareholders in the prescribed format under Regulation 31(1) of the SEBI Takeover Regulations read with Regulation 28(3) of the SEBI Takeover Regulations and the SEBI Circular in relation to the above.

We request you to kindly take the above on record and acknowledge receipt.

For and on behalf of **Omega Telecom Holdings Private Limited**

Name: Ashraf Ali
Designation: Authorised signatory

For and on behalf of **Jaykay Finholding (India) Private Limited**

Name: Ashraf Ali
Designation: Authorised signatory

For and on behalf of **Telecom Investments India Private Limited**

Name: Ashraf Ali
Designation: Authorised signatory

For and on behalf of **Usha Martin Telematics Limited**

Name: Ashraf Ali
Designation: Authorised signatory

For and on behalf of **Al-Amin Investments Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Asian Telecommunication Investments (Mauritius) Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Trans Crystal Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Vodafone Telecommunications (India) Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **CCII (Mauritius), Inc.**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Euro Pacific Securities Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Prime Metals Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

For and on behalf of **Mobilvest**

Name: Gerhardus Adriaan van Niekerk
Designation: Director

cc: Vodafone Idea Limited
Suman Tower
Plot No. 18, Sector 11
Gandhinagar – 382 011
Gujarat

Enclosed: Disclosure under Regulation 31(1) of the SEBI Takeover Regulations read with Regulation 28(3) of the SEBI Takeover Regulations and the SEBI Circular

Annexure – II*
Format for Disclosure of Reasons for Encumbrance

**Annexure I of the disclosure relating to encumbrance of shares was submitted with the stock exchanges and the listed company (Vodafone Idea Limited) on 8 May 2019.*

Name of listed company	Vodafone Idea Limited
Name of the recognised stock exchanges where the shares of the company are listed	(i) BSE Limited (ii) National Stock Exchange of India Limited
Name of the promoter(s)/ PACs whose shares have been encumbered	*1. A pledge has been created over the shares of each of the following Vodafone Promoter Mauritius Shareholders (each such promoter is incorporated in Mauritius):* (i) Al-Amin Investments Limited (ii) Asian Telecommunication Investments (Mauritius) Limited (iii) Trans Crystal Ltd (iv) CCII (Mauritius), Inc. (v) Euro Pacific Securities Ltd (vi) Prime Metals Ltd (vii) Mobilvest (viii) Vodafone Telecommunications (India) Limited *2. A pledge has been created over the shares of CGP India Investments Ltd. (which directly or indirectly holds 100% of the equity share capital of each of the following Vodafone Promoter Indian Shareholders):* (i) Omega Telecom Holdings Private Limited (ii) Jaykay Finholding (India) Private Limited (iii) Telecom Investments India Private Limited (iv) Usha Martin Telematics Limited
Total promoter shareholding in the listed company	The promoters listed above hold 12,755,576,455 shares of Vodafone Idea Limited, which comprised, as of 30 June 2019, 44.39% of the total share capital
Encumbered shares as a % of promoter shareholding	100% (as of 30 June 2019)
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 8 May 2019)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant,	Indirect encumbrance pursuant to pledge of share capital of each of the Vodafone Promoter Mauritius

transaction, condition or arrangement in the nature of encumbrance)		Shareholders, Array Holdings Limited and CGP India Investments Ltd, as set out in the NOTE below.
No. and % of shares encumbered		No. of shares indirectly encumbered: 12,755,576,455 % of total share capital indirectly encumbered: 44.39% (as of 30 June 2019)
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	HSBC Corporate Trustee Company (UK) Limited acting as the security trustee for Dynamo Finance Designated Activity Company, and such security has been on-assigned to HSBC Corporate Trustee Company (UK) Limited acting as the security trustee for BNP Paribas, HSBC Bank plc, ING Bank N.V., Singapore Branch, Standard Chartered Bank, Bank of America Merrill Lynch International Designated Activity Company, Morgan Stanley Senior Funding, Inc., AlbaCore Partners II Investment Holdings D Designated Activity Company and Burlington Loan Management DAC as set out in the NOTE below
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	NO HSBC Corporate Trustee Company (UK) Limited is a provider of trustee, security agent and security trustee services.
	Names of all other entities in the agreement	As set out in the NOTE below, an indirect encumbrance has been created on the equity shares of Vodafone Idea Limited pursuant to the following share pledge agreements (the "**Share Pledge Agreements**"): (i) Share Pledge Agreement dated 8 May 2019 among CGP Investments (Holdings) Limited, HSBC Corporate Trustee Company (UK) Limited, Vodafone India Services Private Limited and Array Holdings Limited; (ii) Share Pledge Agreement dated 8 May 2019 among Array Holdings Limited, HSBC Corporate Trustee Company (UK) Limited and Al-Amin Investments Limited; (iii) Share Pledge Agreement dated 8 May 2019 among Array Holdings Limited, HSBC Corporate Trustee Company (UK) Limited and Asian Telecommunication Investments (Mauritius) Limited; (iv) Share Pledge Agreement dated 8 May2019 among Array Holdings Limited, HSBC Corporate Trustee Company (UK) Limited and Trans Crystal Ltd; (v) Share Pledge Agreement dated 8 May 2019 among Array Holdings Limited, HSBC Corporate Trustee Company (UK) Limited and Vodafone Telecommunications (India) Limited; (vi) Share Pledge Agreement dated 8 May 2019 among CGP India Investments Ltd, HSBC Corporate Trustee Company (UK) Limited and

		CCII (Mauritius), Inc; (vii) Share Pledge Agreement dated 8 May 2019 among CGP India Investments Ltd, HSBC Corporate Trustee Company (UK) Limited and Euro Pacific Securities Ltd; (viii) Share Pledge Agreement dated 8 May 2019 among CGP India Investments Ltd, HSBC Corporate Trustee Company (UK) Limited and Prime Metals Ltd; (ix) Share Pledge Agreement dated 8 May 2019 among CGP India Investments Ltd, HSBC Corporate Trustee Company (UK) Limited and Mobilvest; and (x) Share Pledge Agreement dated 8 May 2019 among Array Holdings Limited, HSBC Corporate Trustee Company (UK) Limited and CGP India Investments Ltd. Vodafone Idea Limited, the listed company, is not a party to any of the Share Pledge Agreements.
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	NO
Security Cover/ Asset Cover	Value of shares on the date of event/ agreement (A)	Not applicable since the shares of Vodafone Idea Limited are subject to an indirect encumbrance as described herein
	Amount involved (against which shares have been encumbered) (B)	EUR 1,330,000,000
	Ratio of A/ B	-
End use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	Used by the Vodafone Promoter Shareholders for the purpose of subscription for equity shares issued in connection with the rights issue completed by Vodafone Idea Limited in May 2019.

NOTE:

Al-Amin Investments Limited, Asian Telecommunication Investments (Mauritius) Limited, Trans Crystal Ltd, Vodafone Telecommunications (India) Limited, CCII (Mauritius), Inc., Euro Pacific Securities Ltd, Prime Metals

Ltd and Mobilvest are entities incorporated in Mauritius (collectively, the "**Vodafone Promoter Mauritius Shareholders**"). Omega Telecom Holdings Private Limited, Jaykay Finholding (India) Private Limited, Telecom Investments India Private Limited, and Usha Martin Telematics Limited are entities incorporated in India (collectively, the "**Vodafone Promoter Indian Shareholders**"). The Vodafone Promoter Mauritius Shareholders and the Vodafone Promoter Indian Shareholders are collectively referred to as the "**Vodafone Promoter Shareholders**".

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For and on behalf of **Omega Telecom Holdings Private Limited**

Omega Telecom Holdings Private Limited

Name: Ashraf Ali
Designation: Authorised Signatory
Place: PUNE
Date: 4/10/2019

For and on behalf of **Jaykay Finholding (India) Private Limited**

Jaykay Finholding (India) Private Limited

Name: Ashraf Ali
Designation: Authorised Signatory
Place: PUNE
Date: 4/10/2019

For and on behalf of **Telecom Investments India Private Limited**

Telecom Investments India Pvt. Ltd.

Name: Ashraf Ali
Designation: Authorised Signatory
Place: PUNE
Date: 4/10/2019

For and on behalf of **Usha Martin Telematics Limited**

Usha Martin Telematics Limited

Name: Ashraf Ali
Designation: Authorised Signatory
Place: PUNE
Date: 4/10/2019

For and on behalf of **Al-Amin Investments Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Trans Crystal Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **GCIL (Mauritius), Inc.**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Prime Metals Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Asian Telecommunication Investments (Mauritius) Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Vodafone Telecommunications (India) Limited**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Euro Pacific Securities Ltd**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19

For and on behalf of **Mobilvest**

Name: Gerhardus Adriaan van Niekerk
Designation: Director
Place: Mauritius
Date: 04/10/19