

Date: 3 September 2018

To,

BSE Limited
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051

**Sub: Disclosure under Regulation 10(6) of the Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "Takeover Code")**

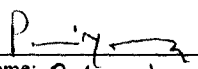
Dear Sir/Madam,

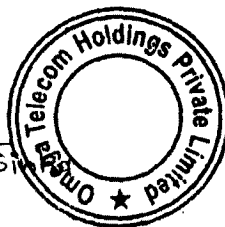
Pursuant to the composite scheme of amalgamation and arrangement among Vodafone Mobile Services Limited, Vodafone India Limited and Idea Cellular Limited and their respective shareholders and creditors, please find enclosed the disclosure by Al-Amin Investments Ltd., Asian Telecommunication Investments (Mauritius) Ltd., CCII (Mauritius) Inc, Euro Pacific Securities Ltd., Mobilvest, Prime Metals Ltd., Trans Crystal Ltd., Vodafone Telecommunications (India) Ltd., Jaykay Finholding (India) Private Limited, Omega Telecom Holdings Private Limited, Telecom Investments India Private Limited and Usha Martin Telematics Limited under Regulation 10(6) of the Takeover Code.

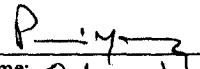
Yours sincerely,

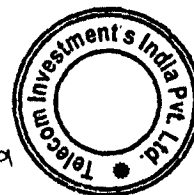
For and on behalf of Omega Telecom Holdings
Private Limited

For and on behalf of Telecom Investments India
Private Limited


Name: Priyanka Sinha
Title: Director

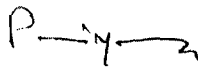


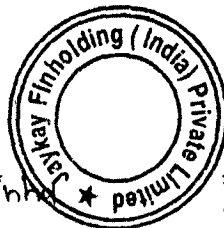

Name: Priyanka Sinha
Title: Director.

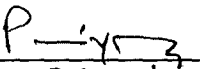


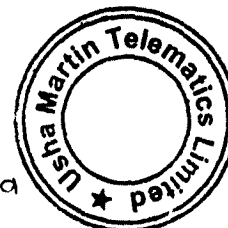
For and on behalf of Jaykay Finholding (India)
Private Limited

For and on behalf of Usha Martin Telematics
Limited


Name: Priyanka Sinha
Title: Director




Name: Priyanka Sinha
Title: Director.

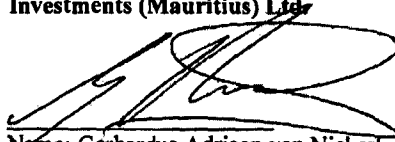


For and on behalf of **Al-Amin Investments Ltd.**



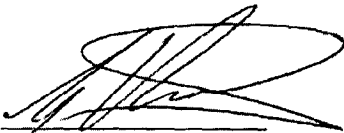
Name: Gerhardus Adriaan van Niekerk
Title: Director

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



Name: Gerhardus Adriaan van Niekerk
Title: Director

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



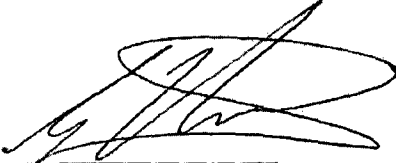
Name: Gerhardus Adriaan van Niekerk
Title: Director

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



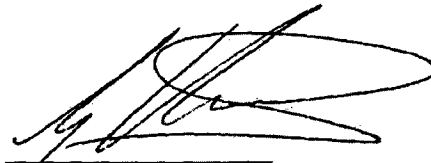
Name: Gerhardus Adriaan van Niekerk
Title: Director

For and on behalf of **Mobilvest**



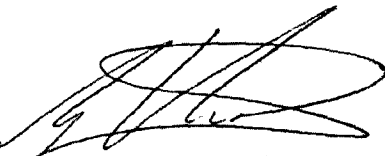
Name: Gerhardus Adriaan van Niekerk
Title: Director

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



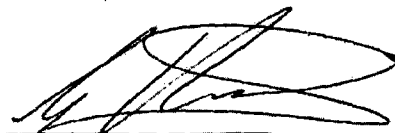
Name: Gerhardus Adriaan van Niekerk
Title: Director

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



Name: Gerhardus Adriaan van Niekerk
Title: Director

For and on behalf of **Vodafone Telecommunications (India) Ltd.**



Name: Gerhardus Adriaan van Niekerk
Title: Director

cc: **Idea Cellular Limited**

Suman Tower
Plot No. 18, Sector 11
Gandhinagar – 382 011
Gujarat

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Date: 3 September 2018

1	Name of the Target Company (TC)	Idea Cellular Limited
2	Name of the acquirer(s)	1. Al-Amin Investments Ltd. 2. Asian Telecommunication Investments (Mauritius) Ltd. 3. CCII (Mauritius) Inc 4. Euro Pacific Securities Ltd. 5. Mobilvest 6. Prime Metals Ltd. 7. Trans Crystal Ltd. 8. Vodafone Telecommunications (India) Ltd. 9. Jaykay Finholding (India) Private Limited 10. Omega Telecom Holdings Private Limited 11. Telecom Investments India Private Limited 12. Usha Martin Telematics Limited The companies listed in items 1 through 12 above are indirect wholly-owned subsidiaries of Vodafone Group Plc.
3	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares	Allotment of equity shares by Idea Cellular Limited on 31 August 2018 and transfer of equity shares by Euro Pacific Securities Ltd. to Birla TMT Holdings Private Limited and IGH Holdings Private Limited pursuant to a composite scheme of amalgamation and arrangement among Vodafone Mobile Services Limited, Vodafone India Limited and Idea Cellular Limited and their respective shareholders and creditors under sections 230-232 of the Companies Act, 2013 sanctioned by the Ahmedabad Bench and the Mumbai Bench of the National Company Law Tribunal on 11 January 2018 and 19 January 2018, respectively, and the dissolution order issued by the Mumbai Bench of the National Company Law Tribunal on 30 August 2018. <u>Note:</u> The composite scheme of amalgamation and arrangement among Vodafone Mobile Services Limited, Vodafone India Limited and Idea Cellular Limited and their respective shareholders and creditors provides for <i>inter-alia</i>: (a) merger of Vodafone Mobile Services Limited with Idea Cellular Limited in consideration for which equity shares had been allotted to the shareholder of Vodafone Mobile Services Limited (i.e., to Vodafone India Limited) such that Vodafone India Limited held 47% of the equity share capital of Idea Cellular Limited (the resulting entity) on a fully-diluted basis;

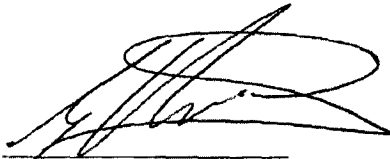
		(b) cancellation of the above equity shares issued to Vodafone India Limited; and (c) merger of Vodafone India Limited with Idea Cellular Limited in consideration for which equity shares have been allotted to the shareholders of Vodafone India Limited (i.e., the 12 entities named above, each a member of the Vodafone group) such that the Vodafone group held 50% of the equity share capital of the merged entity on a fully-diluted basis; and (d) transfer of equity shares representing 4.80% of the equity share capital of the merged entity on a fully-diluted basis by Euro Pacific Securities Ltd. to Birla TMT Holdings Private Limited and IGH Holdings Private Limited, following which the Vodafone group holds, in aggregate, 45.20% of the share capital of the merged entity on a fully-diluted basis.	
5	Relevant regulation under which the acquirer is exempted from making open offer	Regulation 10(1)(d)(ii)	
6	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange	NOT REQUIRED	
7	Details of acquisition	<i>Disclosures required to be made under regulation 10(5)</i>	<i>Whether the disclosures under regulation 10(5) are actually made</i>
	a. Name of the transferor / seller	NOT APPLICABLE	
	b. Date of acquisition		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of		

	TC				
e.	Price at which shares are proposed to be acquired / actually acquired				
8	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of Shares	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a.	Each Acquirer / Transferee(*)				
1.	Al-Amin Investments Ltd.	Nil	N.A.	247,074,233	2.83%
2.	Asian Telecommunication Investments (Mauritius) Ltd.	Nil	N.A.	298,062,840	3.41%
3.	CCII (Mauritius) Inc	Nil	N.A.	135,602,165	1.55%
4.	Euro Pacific Securities Ltd.	Nil	N.A.	792,754,922	9.08%
5.	Mobilvest	Nil	N.A.	509,502,318	5.83%
6.	Prime Metals Ltd.	Nil	N.A.	664,399,929	7.61%
7.	Trans Crystal Ltd.	Nil	N.A.	444,187,567	5.09%
8.	Vodafone Telecommunications (India) Ltd.	Nil	N.A.	493,851,584	5.65%
9.	Jaykay Finholding (India) Private Limited	Nil	N.A.	7,592,136	0.09%
10.	Omega Telecom Holdings Private Limited	Nil	N.A.	76,687,227	0.88%
11.	Telecom Investments India Private Limited	Nil	N.A.	194,738,421	2.23%
12.	Usha Martin Telematics Limited	Nil	N.A.	91,123,113	1.04%
	TOTAL	Nil	N.A.	3,955,576,455	45.28%
b.	Each Seller / Transferor	N.A.		N.A.	

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

For and on behalf of **Al-Amin Investments Ltd.**



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

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



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

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



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

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



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

For and on behalf of **Mobilvest**



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

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



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

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



Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

For and on behalf of **Vodafone Telecommunications (India) Ltd.**



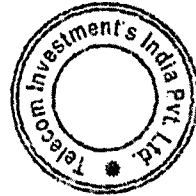
Name: Gerhardus Adriaan van Niekerk
Title: Director
Place: Mauritius

For and on behalf of Omega Telecom Holdings
Private Limited



Priyanka
Name: Priyanka Sinha
Title: Director
Place: pune, India

For and on behalf of Telecom Investments India
Private Limited



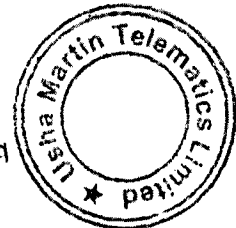
Priyanka
Name: Priyanka Sinha
Title: Director.
Place: pune, India

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



Priyanka
Name: Priyanka Sinha
Title: Director
Place: pune, India

For and on behalf of Usha Martin Telematics
Limited



Priyanka
Name: Priyanka Sinha
Title: Director.
Place: pune, India