Date: March 10, 2015

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Email ID: corp.relations@bseindia.com

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

Ref: Bharti Infratel Limited (534816/ INFRATEL)

Sub: Submission of Form D under Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992

Dear Sir(s)

We are enclosing herewith Form D for disclosure under Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulation, 1992 regarding changes in the shareholding of Akhil Gupta, Chairman of the Company.

Please take the same on record.

Thanking you,
Yours faithfully,

For Bharti Infratel Limited

Anupam Garg
Company Secretary

Encl : a.a.
Form D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(4), 13(4A) and 13(6)]

Regulation 13(4) - Details of change in shareholding of Director or officer of a Listed Company

<table>
<thead>
<tr>
<th>Name, PAN &amp; Address of Director/Officer</th>
<th>No. &amp; % of shares/voting rights held by the Director / Officer</th>
<th>Date of receipt of allotment advice/acquisition/sale of shares/voting rights</th>
<th>Date of intimation to the Company</th>
<th>Mode of acquisition/sale (Purchase/sale/public rights/preferential offer etc.)</th>
<th>No. &amp; % of shares (post acquisition/Sale/voting rights sale)</th>
<th>Trading member through whom the trade was executed with SEBI Registration No. of the TM</th>
<th>Exchange on which the trade was executed</th>
<th>Buy Quantity</th>
<th>Buy Value (in Rs.)</th>
<th>Sell Quantity</th>
<th>Sell Value (in Rs.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. Akhil Gupta (Chairman), PAN, AADPG419GC</td>
<td>1,825,000 (0.0965%) (Note 1)</td>
<td>Mar 9, 2015</td>
<td>Mar 10, 2015</td>
<td>Exercise of 150,000 equity shares under ESOP Scheme 2008 of the Company (Note 2)</td>
<td>1,975,000 (0.1044%) (Note 3)</td>
<td>NA</td>
<td>NA</td>
<td>150,000</td>
<td>29,365,510.00</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>1,975,000 (0.1044%) (Note 3)</td>
<td>Mar 9, 2015</td>
<td>Mar 10, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>1,835,000 (0.0970%) (Note 3)</td>
<td>My money Securities 22900/1202290000097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>140,000</td>
</tr>
<tr>
<td></td>
<td>1,835,000 (0.0970%) (Note 3)</td>
<td>Mar 10, 2015</td>
<td>Mar 10, 2015</td>
<td>Exercise of 300,000 equity shares under ESOP Scheme 2008 of the Company (Note 4)</td>
<td>2,135,000 (0.1129%) (Note 5)</td>
<td>NA</td>
<td>NA</td>
<td>300,000</td>
<td>59,446,850.00</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>2,135,000 (0.1129%) (Note 5)</td>
<td>Mar 10, 2015</td>
<td>Mar 10, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>1,935,000 (0.1023%) (Note 5)</td>
<td>My money Securities 22900/1202290000097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>200,000</td>
<td>74,224,000.00</td>
</tr>
</tbody>
</table>

Notes:

1) This includes 325,000 options, 200,000 options, 125,000 options, 300,000 options exercised on February 16, 2015, February 19, 2015, February 23, 2015, February 24, 2015, February 27, 2015 and March 02, 2015 respectively which are under process and will be allotted in due course.

2) 150,000 stock options have been exercised under ESOP Scheme 2008 on March 09, 2015 which are under process and will be allotted in due course.

3) This includes 325,000 shares, 200,000 shares, 125,000 shares, 300,000 shares and 150,000 shares which will be allotted against exercise of stock options as per Note 1 & 2 above.

4) 300,000 stock options have been exercised under ESOP Scheme 2008 on March 10, 2015 which are under process and will be allotted in due course.

5) This includes 325,000 shares, 200,000 shares, 125,000 shares, 300,000 shares, 150,000 shares and 300,000 shares which will be allotted against exercise of stock options as per Note 3 & 4 above.

For Bharti Infratel Limited

Anupam Garg
Company Secretary
March 10, 2015
Date: March 10, 2015

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Email ID: corp.relations@bseindia.com

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

Ref: Bharti Infratel Limited (534816 / INFRATEL)

Sub: Disclosure under Regulation 13(4) of SEBI (Prohibition of Insider Trading) Regulation, 1992

Dear Sir(s),

This is to inform you that my shareholding in Bharti Infratel Limited will increase as under:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>No. of Equity Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Opening Balance (including 325,000 stock options, 200,000 stock options, 125,000 stock options, 275,000 stock options, 50,000 stock options and 300,000 stock options exercised on February 16, 2015, February 19, 2015, February 23, 2015, February 24, 2015, February 27, 2015 and March 02, 2015 respectively, against which shares are yet to be allotted)</td>
<td>1,825,000</td>
</tr>
<tr>
<td>Add: Exercise of stock options on March 09, 2015 (shares are yet to be allotted)</td>
<td>150,000</td>
</tr>
<tr>
<td>Less: Shares sold on March 09, 2015 on Stock Exchange</td>
<td>140,000</td>
</tr>
<tr>
<td>Add: Exercise of stock options on March 10, 2015 (shares are yet to be allotted)</td>
<td>300,000</td>
</tr>
<tr>
<td>Less: Shares sold on March 10, 2015 on Stock Exchange</td>
<td>200,000</td>
</tr>
<tr>
<td>Balance</td>
<td>1,935,000</td>
</tr>
</tbody>
</table>

In this regard, please find enclosed, disclosure under Regulation 13(4) of SEBI (Prohibition of Insider Trading) Regulation, 1992 w.r.t. sale of 340,000 equity shares (140,000 equity shares on March 09, 2015 and 200,000 equity shares on March 10, 2015) of Bharti Infratel Limited.

Further, I confirm that in respect of 450,000 stock options exercised (150,000 stock options on March 09, 2015 and 300,000 stock options on March 10, 2015) as above under the ESOP Scheme 2008, the necessary disclosures will be made on credit of shares in my demat account which is under process.

Since I am holding the position of ‘Chairman’ in Bharti Infratel Limited, this disclosure is being submitted in terms of Insider Trading Regulations.

Please take the same on record.

Thanking you,

Yours faithfully,

Akhil Gupta
Chairman
Bharti Infratel Limited
Encl.: a.a.
Cc: Bharti Infratel Limited, Bharti Crescent, 1,
   Nelson Mandela Road, Vasant Kunj, Phase-II, New Delhi - 110070
<table>
<thead>
<tr>
<th>Name, PAN &amp; Address of Director/Officer</th>
<th>No. &amp; % of shares/voting rights held by the Director / Officer</th>
<th>Date of receipt of allotment advice/acquisition/sale of shares/voting rights</th>
<th>Date of intimation to the Company</th>
<th>Mode of acquisition/sale</th>
<th>Number of shares/purchase/sale/ dismissal of rights etc.</th>
<th>Trading member through whom the trade was executed</th>
<th>Exchange on which the trade was executed</th>
<th>Price of shares (in Rs.)</th>
<th>Sell Quantity</th>
<th>Sell Value (in Rs.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. Akhil Gupta (Chairman), PAN: AADPG4190J</td>
<td>1,825,000 (0.0965%) (Note 1)</td>
<td>Mar 9, 2015</td>
<td>Mar 10, 2015</td>
<td>Exercise of 150,000 equity shares under ESOP Scheme 2005 of the Company (Note 2)</td>
<td>1,975,000 (0.1044%) (Note 3)</td>
<td>NA</td>
<td>NA</td>
<td>150,000</td>
<td>29,385,510.00</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>1,975,000 (0.1044%) (Note 3)</td>
<td>Mar 9, 2015</td>
<td>Mar 10, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>1,835,000 (0.0970%) (Note 3)</td>
<td>My money Securities 229001202290000 097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>140,000</td>
</tr>
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<td></td>
<td>1,835,000 (0.0970%) (Note 3)</td>
<td>Mar 10, 2015</td>
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<td>Exercise of 300,000 equity shares under ESOP Scheme 2008 of the Company (Note 4)</td>
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<td>NA</td>
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<td>59,446,850.00</td>
<td>NA</td>
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<td>Mar 10, 2015</td>
<td>Mar 10, 2015</td>
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<td>1,935,000 (0.1023%) (Note 5)</td>
<td>My money Securities 229001202290000 097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>200,000</td>
</tr>
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Notes:

1) This includes 325,000 options, 200,000 options, 125,000 options, 275,000 options, 50,000 options and 300,000 options exercised on February 16, 2015, February 19, 2015, February 23, 2015, February 24, 2015, February 27, 2015 and March 02, 2015 respectively which are under process and will be allotted in due course.

2) 150,000 stock options have been exercised under ESOP Scheme 2008 on March 06, 2015 which are under process and will be allotted in due course.

3) This includes 325,000 shares, 200,000 shares, 125,000 shares, 275,000 shares, 50,000 shares, 300,000 shares and 150,000 shares which will be allotted against exercise of stock options as per Note 1 & 2 above.

4) 300,000 stock options have been exercised under ESOP Scheme 2008 on March 10, 2015 which are under process and will be allotted in due course.

5) This includes 325,000 shares, 200,000 shares, 125,000 shares, 275,000 shares, 50,000 shares, 300,000 shares, 150,000 shares and 300,000 shares which will be allotted against exercise of stock options as per Note 3 & 4 above.

Akhil Gupta
Chairman
Bharti Infratel Limited
March 10, 2015