Date: May 07, 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.
<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 (market 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), Address: 27, Maharani Bagh New Delhi-110005 PAN: AADPG4190J</td>
<td>2,275,000 (0.1201%) (Note 1)</td>
<td>May 05, 2015</td>
<td>May 05, 2015</td>
<td>Exercise of 200,000 equity shares under ESOP Scheme 2008 of the Company (Note 2)</td>
<td>2,475,000 (0.1307%) (Note 3)</td>
<td>NA</td>
<td>NA</td>
<td>200,000</td>
<td>41,296,743</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>2,475,000 (0.1307%) (Note 3)</td>
<td>May 05, 2015</td>
<td>May 05, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>2,340,000 (0.1239%) (Note 3)</td>
<td>My money Securities 22900120290000 0097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>135,000</td>
<td>53,302,050</td>
</tr>
<tr>
<td></td>
<td>2,340,000 (0.1239%) (Note 3)</td>
<td>May 06, 2015</td>
<td>May 06, 2015</td>
<td>Exercise of 200,000 equity shares under ESOP Scheme 2008 of the Company (Note 4)</td>
<td>2,540,000 (0.1341%) (Note 5)</td>
<td>NA</td>
<td>NA</td>
<td>200,000</td>
<td>40,919,454</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>2,540,000 (0.1341%) (Note 5)</td>
<td>May 06, 2015</td>
<td>May 07, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>2,340,000 (0.1239%) (Note 5)</td>
<td>My money Securities 22900120290000 0097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>200,000</td>
<td>78,802,000</td>
</tr>
<tr>
<td></td>
<td>2,340,000 (0.1239%) (Note 5)</td>
<td>May 07, 2015</td>
<td>May 07, 2015</td>
<td>Exercise of 250,000 equity shares under ESOP Scheme 2008 of the Company (Note 6)</td>
<td>2,590,000 (0.1368%) (Note 7)</td>
<td>NA</td>
<td>NA</td>
<td>250,000</td>
<td>49,878,942</td>
<td>NA</td>
<td>NA</td>
</tr>
<tr>
<td></td>
<td>2,590,000 (0.1368%) (Note 7)</td>
<td>May 07, 2015</td>
<td>May 07, 2015</td>
<td>Sale of Equity Shares (Market sale)</td>
<td>2,380,000 (0.1257%) (Note 7)</td>
<td>My money Securities 22900120290000 0097435</td>
<td>NSE</td>
<td>NA</td>
<td>NA</td>
<td>210,000</td>
<td>80,858,400</td>
</tr>
</tbody>
</table>

Notes:
1) This includes 200,000 and 400,000 stock options exercised on April 29, 2015 and on April 30, 2015 respectively which are under process and will be allotted in due course.
2) 200,000 stock options have been exercised under ESOP Scheme 2008 on May 05, 2015 which are under process and will be allotted in due course.
3) This includes 800,000 shares which will be allotted against exercise of stock options as per Note 1 & 2 above.
4) 200,000 stock options have been exercised under ESOP Scheme 2008 on May 06, 2015 which are under process and will be allotted in due course.
5) This includes 1,000,000 shares which will be allotted against exercise of stock options as per Note 3 & 4 above.
6) 250,000 stock options have been exercised under ESOP Scheme 2008 on May 07, 2015 which are under process and will be allotted in due course.
7) This includes 1,250,000 shares which will be allotted against exercise of stock options as per Note 5 & 6 above.

Place: New Delhi
Date: May 7, 2015

[Signature]
For Bharti Infratel Limited
Company Secretary
Date: May 07, 2015

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
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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 200,000 and 400,000 stock options exercised on April 29, 2015 and April 30, 2015 respectively, against which shares are yet to be allotted)</td>
<td>2,275,000</td>
</tr>
<tr>
<td>Add: Exercise of stock options on May 05, 2015</td>
<td>200,000</td>
</tr>
<tr>
<td>Less: Shares sold on May 05, 2015 on Stock Exchange</td>
<td>135,000</td>
</tr>
<tr>
<td>Add: Exercise of stock options on May 06, 2015</td>
<td>200,000</td>
</tr>
<tr>
<td>Less: Shares sold on May 06, 2015 on Stock Exchange</td>
<td>200,000</td>
</tr>
<tr>
<td>Add: Exercise of stock options on May 07, 2015</td>
<td>250,000</td>
</tr>
<tr>
<td>Less: Shares sold on May 07, 2015 on Stock Exchange</td>
<td>210,000</td>
</tr>
<tr>
<td>Balance</td>
<td>2,380,000</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 545,000 equity shares (135,000 equity shares on May 05, 2015, 200,000 equity shares on May 06, 2015 and 210,000 equity shares on May 07, 2015) of Bharti Infratel Limited.

Further, I confirm that in respect of 650,000 stock options exercised 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
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<td>My money Securities 22900120229000 0097435</td>
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<td>NA</td>
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<td>NA</td>
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<td>NSE</td>
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<td>NA</td>
<td>210,000</td>
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7) This includes 1,250,000 shares which will be allotted against exercise of stock options as per Note 5 & 6 above.

Place: New Delhi
Date: May 7, 2015

Akshil Gupta
Chairman
Bharti Infratel Limited