April 15, 2016

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

The National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051
Email ID: cmlist@nse.co.in

Ref: Bharti Infratel Limited (534816 / INFRATEL)

Sub: **Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) for the half year ended on March 31, 2016**

Dear Sir / Madam,

Pursuant to Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the certificate issued by the practicing company secretary, for the half year ended March 31, 2016.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For Bharti Infratel Limited

[Signature]

Shweta Girotra
Company Secretary
CERTIFICATE UNDER REGULATION 40(9) OF SEBI ((Listing Obligations & Disclosure Requirements) 2015.

FOR THE HALF YEAR ENDED 31ST MARCH 2016.

I have examined all share transfer deeds, Memorandum of Transfers (MOT’s), Registers, Files and, other Documents and Papers relating to M/s. BHARTI INFRATEL LTD New Delhi, (the Company) maintained by M/s. Karvy Computershare Private Limited. at Hyderabad, pertaining to transfer of Equity shares of the company for the half year ended on 31ST MARCH, 2016, for the purpose of issuing a compliance Certificate as per Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) 2015 and to the best of my knowledge, I hereby certify that the company has delivered during the Half Year period ending 31ST MARCH, 2016,

a. Share certificates relating to share transfers received during the period from 01-10-2015 to 31-03-2016 as entered in the Memorandum of Transfers (MOT’s) have been issued within 30 days from the respective date of lodgment of each transfer deed.(except those rejected on technical grounds).

b. Share Certificates in respect of requests for sub-division, consolidation, exchange of old certificates, split, renewal have been issued within 30 days from the respective date of lodgment.

S. Anand SS Rao
Company Secretary in Practice,
CP No.5687

Place: Hyderabad
Date: 11-04-2016