BHARTI INFRATEL LIMITED

CIN: L64201DL2006PLC156038
Regd. Office: Bharti Crescent, I, Nelson Mandela Road, Vasant Kunj, Phase II, New Delhi - 110 070, India
Tel.: +91-11-4666 6100 Fax: +91-11-4666 6137
Email id: compliance.office@bharti-infratel.in Website: www.bharti-infratel.com

Notice of Postal Ballot / E-voting

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 ("Act") and the Companies (Management and Administration Rules, 2014 and other applicable provisions, if any, made thereunder (including any statutory modification or re-enactment thereof for the time being in force) for seeking consent of the members of the Company by way of Special Resolution through Postal Ballot (including voting by electronic means) for variation in terms of Objects of the issue as stated in the Notice of Postal Ballot / E-voting ("Notice") dated January 27, 2016. The Notice is available on the website of the Company at www.bharti-infratel.com, Karvy Computershare Private Limited at https://e-voting.karvy.com, National Stock Exchange of India Limited at www.nseindia.com and BSE Limited at www.bseindia.com.

a) The Company has completed the physical dispatch/electronic transmission of the Notice containing draft Special Resolution along with explanatory statement, Postal Ballot Form ("Form"), e-voting User ID and password and a self-addressed postage pre-paid envelope, as applicable, to the members through post/email on February 20, 2016.

b) The Company is pleased to provide electronic voting facility to its members through Karvy for voting on the business as specified in the Notice. For detailed instructions on electronic voting, members are requested to refer instruction/notes for e-voting printed overleaf the Form before exercising the vote. The Notice is being sent to all the members, whose names appear in the Register of Members/beneficiary position maintained by the depositories as on Friday, February 5, 2016 ("Record date"). A person who is not a member as on the record date should treat the Notice for information purpose only.

c) Voting (by postal ballot) and e-voting period commences on Sunday, February 21, 2016 (9.00 am) and ends on Monday, March 21, 2016 (5.00 pm).

d) Any postal ballot received from members beyond Monday, March 21, 2016 will be treated invalid and voting whether by postal ballot or electronic means shall not be allowed beyond the aforesaid date and time.

e) Members, who have not received the Form and are desirous of seeking duplicate Form may download the same from the link https://e-voting.karvy.com or from the Company's website at www.bharti-infratel.com or obtain a duplicate Form along with other documents from Karvy, Company's ITA.

f) For any queries/grievances pertaining to voting including electronic voting, members may visit Help & FAQ's section available at Karvy's website download section on https://e-voting.karvy.com or contact Mr. Suresh D. Babu, the official of Karvy at Tel No. 1800 345 4001 (toll free).

g) The result of the postal ballot would be announced on Wednesday, March 23, 2016 on or before 5.00 PM at the Registered Office of the Company. The said results along with the Scrutinizer's report would be displayed at the Registered Office of the Company, hosted at website of the company i.e. www.bharti-infratel.com and on website of Karvy i.e. https://e-voting.karvy.com and the results will also be intimated to the Stock Exchanges where the Company's shares are listed.

For Bharti Infratel Limited

Sd/-

Shweta Girotra
Company Secretary