January 9, 2017

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: cmnlist@nse.co.in

Ref: Bharti Infratel Limited (534816 / INFRATEL)


Dear Sir / Madam,


Kindly take the above information on record.

Thanking you,
Yours faithfully,

For Bharti Infratel Limited

Shweta Girotra
Company Secretary
The Board of Directors
Bharti Infratel Limited
Bharti Crescent, I, Nelson Mandela Road
Vasant Kunj, Phase-II, New Delhi-110070

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
[pursuant to Circular No. DSCC/FITTC/CIR-16/2002 dated December 31, 2002] & Regulation 55A of SEBI
(Depositories & Participants) Regulations, 1996.

We have examined the registers, records and documents of M/s Bharti Infratel Limited, for the quarter ended on 31st December, 2016 as maintained by M/s Kamy Computershare Private Limited, the Registrar/Share Transfer Agents of the Company. In our opinion and to the best of our knowledge and according to the information and explanation given to us and as shown by the records examined by us, we hereby submit our reconciliation of share capital audit report for the aforesaid quarter as under:

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>2</td>
<td>ISIN:</td>
<td>INE 121301017</td>
</tr>
<tr>
<td>3</td>
<td>Face Value:</td>
<td>Rs. 10/-each</td>
</tr>
<tr>
<td>4</td>
<td>Name of the Company:</td>
<td>M/s Bharti Infratel Limited</td>
</tr>
<tr>
<td>5</td>
<td>Registered Office Address:</td>
<td>Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase-II, New Delhi - 110070</td>
</tr>
<tr>
<td>6</td>
<td>Correspondence Address:</td>
<td>Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase-II, New Delhi - 110070</td>
</tr>
</tbody>
</table>
| 7 | Telephone & Fax Nos.: | (T) 011-46666100  
    |                  | (F) 011- 41666137 |
| 8 | Email address:    | compliance.officer@bharti-infratel.in |
| 9 | Names of Stock Exchanges where the Company’s Securities are listed | (i) National Stock Exchange of India Limited. 
    |                  | (ii) BSE Limited |

| 10 | Issued Capital: | 1,849,606,246 |
|    | % of Total Issued Capital | 100.00 |
| 11 | Listed Capital: | 1,849,606,246 |
|    | % of Total Issued Capital | 100.00 |
| 12 | Held in dematerialised form in CDSL: | 1,332,342,238 |
|    | % of Total Issued Capital | 72.03 |
| 13 | Held in dematerialised form in NSDL: | 517,263,752 |
|    | % of Total Issued Capital | 27.97 |
| 14 | Physical: | 1,256 |
|    | % of Total Issued Capital | 0.00 |
| 15 | Total No. of Shares (12+13+14) | 1,849,606,246 |
|    | % of Total Issued Capital | 100.00 |
| 16 | Reasons for difference if any, between (10&11),(10&15), (11&15) | NOT APPLICATBLE |

Certifying the details of changes in share capital during the quarter under consideration as per Table below:

<table>
<thead>
<tr>
<th>Particulars***</th>
<th>No. of Shares</th>
<th>Applied/Not Applied for listing</th>
<th>Listed on Stock Exchange (Specify Names)</th>
<th>whether Intimated to CDSL</th>
<th>whether Intimated to NSDL</th>
<th>In-prn. Appr. Pending for SE (Specify names)</th>
</tr>
</thead>
<tbody>
<tr>
<td>N.A.</td>
<td>N.A.</td>
<td>N.A.</td>
<td>N.A.</td>
<td>NIL</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.  
Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com
<p>| | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>18</td>
<td>Register of Members is updated (Yes/No)</td>
<td>Yes</td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Reference of previous quarter with regard to excess dematerialised shares, if any:</td>
<td>NIL</td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Has the company resolved the matter mentioned in point no. 19 above in the current quarter if not, reason why?</td>
<td>NOT APPLICABLE</td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:</td>
<td>NIL</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Total No. of demat</td>
<td>No. of request</td>
<td>No. of shares</td>
</tr>
<tr>
<td></td>
<td>NIL</td>
<td>NIL</td>
<td>NIL</td>
</tr>
<tr>
<td>22</td>
<td>Name, Telephone &amp; Fax No. of the Officer of the Company.</td>
<td>Compliance Officer Ms. Shweta Girotra Company Secretary &amp; Compliance Officer (T) 011 - 46666100 (F) 011 - 41666137</td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Name, Telephone &amp; Fax No. of the Practising Company Secretary</td>
<td>Chandrasekaran Associates Company Secretaries 11-F, Pocket IV, Mayur Vihar Phase I Delhi - 110 091 (T) 011 - 22710514 011 - 22713708</td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Appointment of common agency for share registry work</td>
<td>Karvy Computershare Private Limited Karvy Selenium Tower B, Plot number 31 &amp; 32, Financial District, Nanakramguda, Serilingampally Mandal Hyderabad-500032</td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>Any other detail that the auditor may like to provide, (e.g. BIFR company, delisting from SE, company changed its name etc.)</td>
<td>NIL</td>
<td></td>
</tr>
</tbody>
</table>

Place: Delhi
Date: 7/11/17

Chandrasekaran Associates
Company Secretaries

Rupee Agarwal
Partner
ACS No. 16302
CP No. 5673