



23<sup>rd</sup> February, 2018

**National Stock Exchange of India Limited**  
"Exchange Plaza"  
Bandra – Kurla Complex,  
Bandra (E),  
Mumbai 400 051

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

Dear Sir/Madam,

**Re: Qualified institutions placement of equity shares of face value of Rs. 10 each (the "Equity Shares") by Idea Cellular Limited (the "Company") under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") and Section 42 of the Companies Act, 2013 (including the rules made thereunder) (the "QIP")**

**Ref: "Idea Cellular Limited" (IDEA / 532822)**

We wish to inform you that in respect of the QIP, the Capital Raising Committee of the board of directors of the Company has, at its meeting held today i.e. 23<sup>rd</sup> February, 2018, issued and allotted 424,242,424 Equity Shares of face value of Rs. 10/- each to eligible qualified institutional buyers at the issue price of Rs. 82.50 per equity share, including a premium of Rs. 72.50 per Equity Share, aggregating to approximately Rs. 35,000 million under the SEBI Regulations and Section 42 of the Companies Act, 2013 (including the rules made thereunder). A copy of resolution for allotment of the equity shares pursuant to the QIP is attached hereto for your information and record.

Further, please note that post the aforesaid allotment, the paid-up equity share capital of the Company stands increased to Rs. 43,584,478,820 comprising of 4,358,447,882 fully paid-up equity shares of face value of Rs. 10 each.

We request you to take the above on the record, and the same be treated as compliance under applicable clause(s) of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,  
For **Idea Cellular Limited**

**Pankaj Kapdeo**  
Company Secretary





**CERTIFIED TRUE EXTRACTS OF THE RESOLUTION PASSED BY THE CAPITAL RAISING COMMITTEE OF THE BOARD OF DIRECTORS OF IDEA CELLULAR LIMITED (THE "COMPANY") AT ITS MEETING HELD ON FEBRUARY 23, 2018 AT MUMBAI IN CONNECTION WITH ALLOTMENT OF EQUITY SHARES OF THE COMPANY PURSUANT TO THE QUALIFIED INSTITUTIONS PLACEMENT UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "SEBI REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER (THE "ISSUE")**

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#### **ALLOTMENT OF EQUITY SHARES**

**"RESOLVED THAT** subject to the Memorandum of Association and Articles of Association of the Company, the Companies Act, 2013, as amended (the "**Companies Act**"), the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "**PAS Rules**") as amended and other applicable rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("**SEBI Regulations**") and the provisions of all other applicable laws, rules and regulations, guidelines, circulars and notifications and pursuant to the resolution of the Board of Directors of the Company dated January 4, 2018 and February 14, 2018, the approval of the shareholders of the Company by way of a special resolution dated January 30, 2018, in respect of the issue of equity shares of the Company of face value of Rs. 10 each (the "**Equity Shares**"), the placement agreement dated February 14, 2018, the preliminary placement document dated February 14, 2018 ("**Preliminary Placement Document**") and the placement document dated February 21, 2018 ("**Placement Document**"), approval of the Capital Raising Committee be and is hereby accorded for the issue and allotment of 424,242,424 Equity Shares, bearing distinctive numbers 3934205459 to 4358447882 to eligible qualified institutional buyers whose details, alongwith the number of shares mentioned against their respective names, are appearing in the list tabled before the meeting at the issue price of Rs. 82.50 per Equity Share (which includes Rs. 72.50 per Equity Share towards share premium), and reflects a discount of Rs. 4.34 (i.e. 5%) per equity share on the floor price of Rs. 86.84 per equity share, against receipt of full payment of application monies in the escrow account opened for the Issue, aggregating to Rs 34,999,999,980, in accordance with the details specified in the Confirmation of Allocation Note and the Application Form for the Issue.

**RESOLVED FURTHER THAT** the consent and approval of the Capital Raising Committee be and is hereby accorded for disclosing names of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was also placed on the table, be and is hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange Limited ("**Stock Exchanges**") where the Equity Shares of the Company allotted pursuant to the Issue are proposed to be listed.

**RESOLVED FURTHER THAT** the aforesaid Equity Shares, shall rank *pari passu* in all respects, including dividend, with the existing equity shares of the Company.

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Pandurang Budhkar Marg, Worli, Mumbai 400030, India. Telephone: + 91 95940 04000, Fax: + 91 95940 03182.  
E mail: info@idea.adityabirla.com, Website: www.ideacellular.com Corporate Identity Number: L32100GJ1996PLC030976.





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**RESOLVED FURTHER THAT** Mr. Himanshu Kapania, Managing Director; Mr. Akshaya Moondra, Whole-time Director & Chief Financial Officer; Mr. Pankaj Kapdeo, Company Secretary; Mr. Vineet Choraria, Senior General Manager (Finance & Accounts), be and are hereby severally authorized to apply for listing and trading approvals of Stock Exchanges for the Equity Shares allotted by the Company, which are to be listed on the Stock Exchanges and are hereby severally authorized to sign and submit the letter of application and other deeds, documents and instruments in connection with the listing and trading of the Equity Shares on the Stock Exchanges.

**RESOLVED FURTHER THAT** the Equity Shares allotted as above, be credited to the demat account(s) of the allottees (“**Allottees**”) through corporate action with National Securities Depository Limited / Central Depository Services Limited after obtaining necessary approvals from the Stock Exchanges.

**RESOLVED FURTHER THAT** Mr. Himanshu Kapania, Managing Director; Mr. Akshaya Moondra, Whole-time Director & Chief Financial Officer; Mr. Pankaj Kapdeo, Company Secretary; Mr. Vineet Choraria, Senior General Manager (Finance & Accounts), be and are hereby severally authorized to do all such acts and deeds as may be deemed necessary to give effect to the aforesaid allotment of Equity Shares including but not limited to filing the return of allotment of the Equity Shares in prescribed form with the Registrar of Companies, Gujarat at Ahmedabad in accordance with the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, issuing such share certificates as may be necessary, credit of shares in demat accounts of investors, signing and submitting the letters of application and other deeds, documents and instruments in connection with the listing/trading of the Equity Shares on the Stock Exchanges, making necessary disclosures to the Stock Exchanges and other regulatory authorities with respect to such allotment as required by law, affixing the common seal of the Company on all necessary documents, as required, in terms of the provisions of the Articles of Association of the Company and to do such all acts and deeds as may be required to give effect to the aforesaid resolutions.

**RESOLVED FURTHER THAT** Mr. Akshaya Moondra, Whole-time Director & Chief Financial Officer or Mr. Pankaj Kapdeo, Company Secretary be and are hereby severally authorized to circulate a certified true copy of this resolution to all concerned.”

**Certified to be true**

For Idea Cellular Limited

**Pankaj Kapdeo**  
Company Secretary

