



Vindhya Telelinks Limited

Regd. Office: Udyog Vihar, P.O. Chorhata,
Rewa - 486 006 (M.P.), India
Telephone No: (07662) 400400 * Fax No: (07662) 400591
Email: headoffice@vtlrewa.com; Website: www.vtlrewa.com
PAN NO.AAACV7757J * CIN: L31300MP1983PLC002134
GSTIN: 23AAACV7757J1Z00

VTL/CS/24-25/Reg-30

27 MAR 2025

BSE Ltd.
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort,
MUMBAI-400 001

The Manager,
Listing Department,
The National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI-400 051

Company's Scrip Code: 517015

Company's Scrip Code: VINDHYATEL

Dear Sir/Madam,

Sub: Intimation for Acquisition of Shares

In continuation to our intimation dated 25th October, 2024 and in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, ("Listing Regulations"), we would like to inform you that the Company has acquired 44,10,000 fully paid-up Equity Shares of face value of Rs. 10/- each held by Visabeira Global, SGPS, SA representing 49.00% shareholding and 9,90,000 fully paid-up Equity Shares of face value of Rs. 10/- each held by Birla Cable Limited representing 11.00% shareholding in Birla Visabeira Private Limited in pursuance to Share Purchase Agreement(s) executed with Visabeira Global, SGPS, SA and Birla Cable Limited on 27th March, 2025 at 10.00 A.M.

Birla Visabeira Private Limited has now become a Wholly-Owned Subsidiary of the Company and the Joint Venture Agreement dated 3rd June 2015 between Vindhya Telelinks Ltd. and Visabeira Global SGPS, SA, ceased to exist or be in force with effect from 27th March, 2025.

The details as required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith and marked as **Annexure – 'A'**.

The aforesaid information is also being uploaded on the Website of the Company at <https://www.vtlrewa.com>.

Thanking you,

Yours faithfully,

For Vindhya Telelinks Limited

(Dinesh Kapoor)

Company Secretary & Compliance Officer

Encl: As Above



Works: i) Plot No.1, Udyog Vihar, P.O. Chorhata, Rewa-486006(M.P.)

ii) Plot No.1-C & 1-D, Udyog Vihar, P.O. Chorhata, Rewa-486006(M.P.)

VINDHYA TELELINKS LIMITED**Annexure – ‘A’**

Sl. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.;	<p>Birla Visabeira Private Limited (BVPL)</p> <p>Vindhya Telelinks Limited (VTL) and Visabeira Global, SGPS, SA, a corporation registered under the laws of the Portuguese Republic entered into a Joint Venture Agreement on 3rd June, 2015 to form a JV Company namely Birla Visabeira Private Limited with the goal of pursuing telecommunication turnkey projects in India. The focus was on building and maintaining optical fibre networks essential for high-speed data transmission.</p> <p>Birla Visabeira Private Limited was incorporated on 15th September, 2015 as a Private Limited Company under the provisions of the Companies Act, 2013. Presently, the Registered office of BVPL is situated at Noida in the State of Uttar Pradesh.</p> <p>Turnover of BVPL was Rs. 1845.31 Lakhs for the financial year ended on 31st March, 2024.</p>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	<p>Acquisition of 9,90,000 equity shares of BVPL from Birla Cable Limited falls within the related party transactions as Birla Cable Limited is an entity forming part of the Promoter Group of the Company.</p> <p>Except to the extent of shares held by the Company and Birla Cable Limited in BVPL, none of the promoter/promoter group/group companies have any interest in the acquisition of shares of BVPL.</p> <p>The Company has acquired shares of BVPL at fair market value based on the internationally accepted pricing methodology on an arm’s length basis duly certified by an Independent Practicing Chartered Accountant as well as by an Independent SEBI Registered Category I Merchant Banker.</p>
c)	Industry to which the entity being acquired belongs;	<p>BVPL secured an IP-1 license, allowing it to establish and maintain passive infrastructure, including dark fibre, duct space, and towers, which could be leased to telecom service providers.</p>

d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The Company aims to consolidate its position in the telecom passive infrastructure sector, enhance its operational efficiency, and leverage market opportunities. Furthermore, consolidating IP-1 assets possessed by BVPL with that of existing IP-1 assets held by the Company shall provide synergy, scalability, and agility in responding to market challenges and opportunities of value unlocking of IP-1 assets. The Company's extensive network, combined with BVPL's assets may provide flexibility for expansion of the network and larger coverage of IP-1 network in India.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
f)	Indicative time period for completion of the acquisition;	The acquisition of shares is completed on 27 th March, 2025.
g)	Consideration - whether cash consideration or share swap or any other form and details of the same;	The consideration has been paid in cash i.e. electronic transfer.
h)	Cost of acquisition and/or the price at which the shares are acquired;	The Company has acquired 54,00,000 fully paid-up Equity Shares of face value of Rs. 10/- each of BVPL at a price of Rs. 3.10/- per equity share aggregating to Rs. 1,67,40,000/-.
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	<p>The Company was holding 36,00,000 fully paid-up equity shares of face value of Rs. 10/- each representing 40.00% of the paid-up equity share capital of BVPL.</p> <p>The Company has acquired 44,10,000 fully paid-up Equity Shares of face value of Rs. 10/- each held by Visabeira Global, SGPS, SA representing 49.00% shareholding and 9,90,000 fully paid-up Equity Shares of face value of Rs. 10/- each held by Birla Cable Limited representing 11.00% shareholding in BVPL.</p> <p>The Company's shareholding stand increased to 90,00,000 fully paid-up equity shares of face value of Rs. 10/- each representing 100.00% of subscribed and paid-up equity share capital of BVPL thereby making it a Wholly-Owned Subsidiary of the Company.</p> <p>Accordingly, the Joint Venture Agreement dated 3rd June 2015 between Vindhya Telelinks Ltd. and Visabeira Global SGPS, SA, ceased to exist or be in force with effect from 27th March, 2025.</p>

j)	<p>Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);</p>	<p>BVPL is engaged in the business of Engineering, Procurement and Construction. BVPL is involved in creating IP-1 OFC network (Infrastructure Provider I license from Department of Telecommunications, Government of India) and thereby leasing out the fibre network capacity on Indefeasible Rights to Use basis to the telecom operators along with Operation & Maintenance services over the tenure of the lease period.</p> <p>Date of Incorporation: 15th September, 2015</p> <p>Turnover of BVPL for last 3 years:</p> <table><tr><th>Year</th><th>(Rs. In Lakhs)</th></tr><tr><td>FY 2023-24</td><td>1845.31</td></tr><tr><td>FY 2022-23</td><td>946.47</td></tr><tr><td>FY 2021-22</td><td>1797.46</td></tr></table> <p>Presence in countries: India</p>	Year	(Rs. In Lakhs)	FY 2023-24	1845.31	FY 2022-23	946.47	FY 2021-22	1797.46
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