

F. No. AS-21/2/2013-US (AS-V)-part  
Department of Telecommunications  
(Access Services Division)

\*\*\*\*\*

Sanchar Bhawan, New Delhi

Dated: December 10<sup>th</sup>, 2015.

To

M/s Vodafone Mobile Services Limited  
C-48, Okhla Industrial Area, Phase II  
New Delhi-110 020

Subject: Provisional amalgamation of M/s Vodafone East Ltd., M/s Vodafone South Ltd.,  
M/s Vodafone Cellular Ltd. and M/s Vodafone Digilink Ltd. with M/s Vodafone  
Mobile Services Ltd.

References:

- (i) Letter No.TVR/VIL/024 dated 25-02-2013 of M/s Vodafone India Ltd.
- (ii) Letter No.VEL/DoT/07-13/17 dated 12-07-2013 of M/s Vodafone East Ltd.
- (iii) Letter No. VSL/DoT/07-13/18 dated 12-07-2013 of M/s Vodafone South Ltd.
- (iv) Letter No.VDL/DoT/07-13/19 dated 12-07-2013 of M/s Vodafone Digilink Ltd.
- (v) Letter No.VCL/DoT/07-13/16 dated 12-07-2013 of M/s Vodafone Cellular Ltd.
- (vi) Letter No. VMSSL/DoT/07-13/15 dated 12-07-2013, VMSSL/DoT/04-14/15 dated 25-04-2014, VMSSL/DoT/05-14/01 dated 02-05-2014, VMSSL/DoT/05-14/25 dated 28-05-2014 from M/s Vodafone Mobile Services Limited, New Delhi.
- (vii) Letter No. TVR/VIL/091 dated July 21, 2014 from Vodafone India Ltd.
- (viii) Letter No. VMSSL/DoT/12-14/41 dated 19.12 2014 from M/s VMSSL
- (ix) Letter No. PB/VIL/10 dated 04.03.2015 from M/s VMSSL and
- (x) Letter No. VMSSL/DoT/12-15/01 dated 02.12 2015 from M/s VMSSL

Reference is invited to your letters cited above requesting transfer of licenses as mentioned in the Schedule-I of the scheme of amalgamation/spectrum/LoIs/Authorizations and all other approvals/ permissions etc., of the Transferor companies (i.e. M/s Vodafone East Limited (VEL), M/s Vodafone South Limited (VSL), M/s Vodafone Cellular Limited (VCL) and Vodafone Digilink Limited (VDL) in the name of Transferee company M/s Vodafone Mobile Services Limited (VMSSL) and merge the telecom licenses for Chennai and the rest of Tamilnadu as held by M/s VSL and M/s VCL.

2. Pursuant to interim order dated 19.10.2015 and 06.11.2015 of TDSAT, DoT had approached to Supreme Court through the SLP(c) No. 32348-50 of 2015 and Supreme Court had disposed of the aforesaid SLP with directions , inter-alia, as under:-

.....

*We feel that ends of justice would be met if a round figure is determined as payable by the respondent-Vodafone Mobile Services Limited to the petitioner, namely a*

*10/12/2015*  
*10/12/2015*  
*10/12/2015*

sum of Rs.2000 crores (Rupees two thousand crores). The aforesaid payment will be, without prejudice to the rights, which may eventually be determined through judicial process. We accordingly direct, that as soon as the amount of Rs.2000 crores is paid, it will be imperative for the petitioner to approve the merger orders forthwith.

On account of the fact, that a huge amount of money is involved in the rival claims, we consider it just and appropriate to request the concerned Courts to dispose of the matters, as expeditiously as possible. Needless to mention, that in case Vodafone Mobile Services Limited eventually succeeds in having the claims set aside, it will be entitled to such rate of interest on the amount required to be deposited, as may be determined by the concerned Courts.

3. Further, pursuant to letter no.F. No. AS-21/2/2013-US (AS-V) dated 08.12.2014, 21/22.01.2015 & 06.05.2015, interim order of TDSAT dated 19.10.2015 & 06.11.2015 passed in Petition 558 of 2015 and order dated 23.11.2015 of Hon'ble Supreme Court mentioned above & subsequent to deposit of Rs. 2000 Crores on 2.12.2015 (Vide Demand Draft No. 257984-88 each amounting rupees 350 Crores and DD No. 257989 of Rs 250 Crores drawn on HSBC all dated 01.12.2015 ) by M/s VMSL, approval of the competent authority is accorded as detailed below:

- (i) Provisional transfer of following licenses held by Transferor companies i.e. M/s Vodafone South Limited (VSL), M/s Vodafone Cellular Limited (VCL) and M/s Vodafone Digilink Limited (VDL) in the name of Transferee Company i.e. M/s Vodafone Mobile Service Limited(VMSL) with immediate effect:

S. No.	Group Company	Type of Licence	Service Area	Licence Agreement Nos.	Effective Date of Licence
1.	Vodafone Cellular Ltd. (VCL)	UASL	Kerala	842-1018/2008-AS-IV dated 06.11.2008	12.12.1995
2.	- do -	UASL	Maharashtra	842-1019/2008-AS-IV dated 06.11.2008	19.12.1995
3.	- do -	UASL	Tamil Nadu (excluding Chennai)	842-1020/2008-AS-IV dated 06.11.2008	12.12.1995
4.	Vodafone South Ltd. (VSL)	UASL	Andhra Pradesh	842-1014/2008-AS-IV dated 06.11.2008	26.09.2001
5.	- do -	UASL	Chennai	842-1015/2008-AS-IV dated 06.11.2008	26.09.2001
6.	- do -	UASL	Karnataka	842-1016/2008-AS-IV dated 06.11.2008	26.09.2001
7.	- do -	UASL	Punjab	842-1021/2008-AS-IV dated 06.11.2008	05.10.2001
8.	- do -	UASL	Uttar	20-218/2003-HUTCH/	13.02.2004

1/12/2015  
D

			Pradesh (W)	BS-III 13.02.2004	dated	
9.	- do-	UASL	West Bengal	20-201/2004-HUTCH/ BS-III	dated	23.03.2004
10.	- do-	NLD	PAN India	10-20/2005-BS-I (NLD-12)	dated 10-11- 2006	10.11.2006
11.	- do-	ILD	PAN India	10-54/2006-BS-I (ILD- 08)	dated 13-11-2006	13.11.2006
12.	Vodafone Digilink Ltd. (VDL)	UASL	Haryana	842-1022/2008-AS-IV	dated 19.11.2008	12.12.1995
13.	- do-	UASL	Rajasthan	842-1023/2008-AS-IV	dated 19.11.2008	12.12.1995
14.	- do-	UASL	Uttar Pradesh (E)	842-1024/2008-AS-IV	dated 19.11.2008	12.12.1995


- (ii) UASL licence no.842-1015/2008-AS-IV dated 06.11.2008 with effective date as 26.09.2001 stand amended provisionally by substituting words “Tamilnadu including erstwhile Chennai service area” in place of words “Chennai service area” for Tamilnadu service area with immediate effect.
- (iii)The respective Spectrum Holding in Chennai &Tamilnadu (excluding Chennai) service area will remain same pursuant to merger of Chennai and Tamilnadu (excluding Chennai) service area.
- (iv)UAS licence no. 842-1020/2008-AS-IV dated 06.11.2008 with effective date as 12.12.1995 stands cancelled provisionally and all liabilities under these licenses including any payment due/ arising at a later date stands transferred to UAS Licence no. 842-1015/2008-AS-IV dated 06.11.2008 with immediate effect.
- (v) Unified Licence no 20-427/2014-AS-I/31 dated 21/11/2014 granted to M/s Vodafone East Limited (VEL) w.e.f. 30.11.2014 shall stand cancel provisionally and all liabilities under this license including any payment due/ arising at a later date shall transfer to M/s VMSL with additional authorization under Unified Licence agreement no. 20-428/2014-AS-I/31 dated 21/11/2014 for authorization of access service in Kolkata service area with immediate effect.
- (vi)Unified Licence no. 20-470/2015 dated 25.08.2015 of M/s Vodafone Cellular Limited (VCL) with access service authorization in Kerala & Maharashtra service area and Unified Licence no. 20-472/2015 dated 25.08.2015 of M/s Vodafone Digilink Limited (VDL) with access service authorization in Haryana, Rajasthan & UP(E) service area shall stand cancel provisionally and all liabilities under these license including any payment due/ arising at a later date shall transfer to M/s VMSL with additional authorization under Unified Licence agreement no. 20-428/2014-AS-I/31 dated

*Handwritten signature and date:*  
10/12/2015  
D.



21/11/2014 for authorization of access service in Maharashtra service area w.e.f. 19.12.2015 and in Kerala, Haryana , Rajasthan and UP(E) service area w.e.f 12.12.2015.

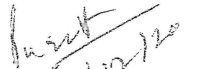
4. Without prejudice, final approval of transfer of licenses as mentioned in para 3 and all other approvals/permissions etc., will be subject to outcome of Petition No.558 of 2015 before the TDSAT and further revision of the demands specifically provided in clause 2(f)(v) of letter dated 8.12.2014 which will be communicated specifically.

  
Director (AS-V)  
Tele: 23036416

10/12/2015

Copy to:

1. Secretary ,TRAI
2. Sr. DDG (WPF) / Sr. DDG(TERM)/WA, DoT
3. DDG (LF-I) / DDG (LF-II) / DDG (CS) / DDG (DS), DoT
4. Director(AS-I) for issue of additional authorization for access services as detailed at para 3 above under UL agreement no. 20-428/2014-AS-I/31 dated 21/11/2014
5. Director(AS-II) / Director(AS-III) / Director(AS-IV)
6. M/s Vodafone Cellular Limited
7. M/s Vodafone Digilink Limited
8. M/s Vodafone East Limited
9. M/s Vodafone South Limited

  
10/12/2015