



**STERLITE INVESTMENT MANAGERS LIMITED  
(Formerly Sterlite Infraventures Limited)**

Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra- 400051, India  
CIN: U28113MH2010PLC308857  
Phone: +91-11- 49962200 Fax: +91-11-49962288

**Date:** October 18, 2018

**B S E Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai — 400 001

Security Code- 540565

**National Stock Exchange of India Ltd**

Exchange Plaza, C/1, Block G,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai — 400 051

Symbol- INDIGRID

**Subject: Outcome of the Board Meeting held on October 18, 2018**

Dear Sir/ Madam,

This is further to our intimation dated October 03, 2018, regarding the date of the Board Meeting for consideration of inter-alia, the financial information along with limited review report of India Grid Trust for the period ended on September 30, 2018.

This is to inform you that a Meeting of the Board of Directors of Sterlite Investment Managers Limited ("SIML") acting in the capacity of Investment Manager of India Grid Trust (IndiGrid) was held today, October 18, 2018 wherein the Board inter-alia considered and approved the following:

1. Approved Standalone and Consolidated Financial Information of IndiGrid for the period ended on September 30, 2018.

We are attaching herewith the Standalone and Consolidated Financial Information along with respective limited review report of Statutory Auditors for the period ended on September 30, 2018.

2. The Board declared a distribution of Rs. 3.00 per unit comprising Rs. 2.72 in the form of interest and Rs. 0.28 in the form of principle for the Second quarter of financial year 2018-2019.

The record date for this distribution will be October 26, 2018 and payment will be made on or before November 02, 2018.



# Sterlite

**STERLITE INVESTMENT MANAGERS LIMITED  
(Formerly Sterlite Infraventures Limited)**

Regd. Office: Maker Maxity, 5 North Avenue, Level 5, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra- 400051, India  
CIN: U28113MH2010PLC308857  
Phone: +91-11- 49962200 Fax: +91-11-49962288

Please refer Investors Presentation and Press Release for more details uploaded on the website of stock exchange and IndiGrid.

The meeting Commenced at 12.00 p.m. and concluded at 5.00 p.m.

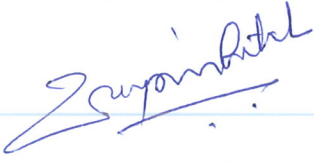
You are requested to take the same on record.

Thanking you,

**For and on behalf of the Sterlite Investment Managers Limited**

(Formerly known as Sterlite Infraventures Limited)

Representing India Grid Trust as its Investment Manager



**Swapnil Patil**

Company Secretary & Compliance Officer

ACS-24861

Copy to-

**Axis Trustee Services Limited**

The Ruby

2<sup>nd</sup> Floor, SW,

29 Senapati Bapat Marg,

Dadar West, Mumbai- 400 028

Maharashtra, India

For Immediate Release

## IndiGrid: Stability amidst Volatility

### Key Highlights

- Q2 FY19 EBITDA of INR 1,517 million, up by 24% YoY and 4% QoQ on back of acquisitions
- INR 3.00 Distribution Per Unit (DPU) for Q2 in line with FY19 guidance
- Completed investment in First Third-Party asset of Techno Electric

**Mumbai, Thursday, 18<sup>th</sup> October 2018:** IndiGrid, India's first power sector Infrastructure Investment Trust ("InvIT"), announced its results for the quarter ended 30<sup>th</sup> September 2018. Consolidated revenue for the quarter stood at INR 1,653 million. On a half yearly basis, Revenue and EBITDA stood at INR 3,253 million and INR 2,975 million respectively for H1 FY19.

The Board of Sterlite Investment Managers Limited acting as the Investment Manager of IndiGrid approved DPU of INR 3.00 for Q2 FY19. Of this, INR 2.72 will be distributed as interest and remaining as capital repayment. IndiGrid is on track to achieve its stated DPU guidance of INR 12.00 for FY19.

Commenting on the quarterly results and developments, Mr. Harsh Shah - Chief Executive Officer, said "IndiGrid delivered another robust quarter with strong operational performance and stable distribution. Since listing, we have distributed INR 15.56 per unit amounting to INR 4,403 million of distribution. IndiGrid consummated its first third party transaction and issued the first ever bond by an InvIT. We continue to pursue other exciting opportunities to increase unitholder returns on a sustainable basis."

### About IndiGrid:

IndiGrid [BSE: 540565 | NSE: INDIGRID] is the first Infrastructure Investment Trust ("InvIT") established to own power transmission assets in India. IndiGrid owns 16 independent revenue-generating elements, including 13 transmission lines of 3,360 ckms. and 3 substations of 7,000 MVA capacity across 9 states in India.

For more details, please visit [www.indigrid.co.in](http://www.indigrid.co.in)

Contacts:

**Media:** [corpcomm@indigrid.co.in](mailto:corpcomm@indigrid.co.in)

**Investor Relations:** [Investor.relations@indigrid.co.in](mailto:Investor.relations@indigrid.co.in)

**INDIA GRID TRUST**  
**SEBI Registration Number: IN/InvIT/16-17/0005**  
**UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2018**  
(All amounts in Rs. Million unless otherwise stated)

Particulars	April 01, 2018 to	October 01, 2017 to	April 01, 2017 to	April 01, 2017 to
	September 30, 2018	March 31, 2018	September 30, 2017	March 31, 2018
	(Unaudited - refer note 2a)	(Unaudited - refer note 2b and 3)	(Unaudited - refer 3)	(Audited)
<b>I. INCOME</b>				
Revenue from operations (refer note 4)	2,661.35	2,117.33	1,177.17	3,739.50
Dividend income on investment in mutual funds	19.52	12.02	-	12.02
Interest income on investment in fixed deposits	4.38	0.50	0.02	0.52
<b>Total income (I)</b>	<b>2,676.25</b>	<b>2,129.85</b>	<b>1,122.19</b>	<b>3,252.04</b>
<b>II. EXPENSES</b>				
Legal and professional fees	8.88	16.28	4.00	20.28
Annual Listing Fee	3.80	-	-	-
Rating Fee	2.69	-	-	-
Valuation expenses	0.59	4.06	-	4.06
Trustee Fee	1.06	2.74	0.20	2.94
Audit fees	0.89	1.42	-	1.42
Other expenses	2.55	0.19	-	0.19
Impairment of investment in subsidiary (refer note 5)	2,362.37	496.03	-	496.03
Finance costs	436.35	102.18	-	102.18
<b>Total expenses (II)</b>	<b>2,819.18</b>	<b>622.90</b>	<b>4.20</b>	<b>627.10</b>
<b>Profit before tax (I-II)</b>	<b>(142.93)</b>	<b>1,506.95</b>	<b>1,117.99</b>	<b>2,624.94</b>
<b>Tax expense</b>				
- Current tax	1.50	-	-	-
- Deferred tax	-	-	-	-
- Income tax for earlier years	0.12	-	-	-
<b>Profit for the period</b>	<b>(144.55)</b>	<b>1,506.95</b>	<b>1,117.99</b>	<b>2,624.94</b>
<b>Other comprehensive income</b>				
Other comprehensive income to be reclassified to profit or loss in subsequent periods	-	-	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods	-	-	-	-
<b>Total comprehensive income</b>	<b>(144.55)</b>	<b>1,506.95</b>	<b>1,117.99</b>	<b>2,624.94</b>
<b>Earnings per unit (Rs. per unit)</b> (refer note A under Additional Disclosures)				
- Basic	(0.51)	5.31	3.94	9.25
- Diluted	(0.50)	5.20	3.86	9.05

**NOTES:**

- The above unaudited standalone interim financial results for the half year ended September 30, 2018 has been reviewed and approved by the Board of Directors of Sterlite Investment Managers Limited (Investment Manager) at its meeting held on October 18, 2018.
- (a) The unaudited standalone interim financial information comprises the Standalone Statement of Profit and Loss, explanatory notes thereto and the additional disclosures as required in paragraph 6 of Annexure A to the SEBI Circular No. CIR/IMD/DF/127/2016 dated November 29, 2016 ("SEBI Circular") for the half year ended September 30, 2018 of India Grid Trust ("IndiGrid") ("Standalone Interim Financial Information"). The Standalone Interim Financial Information has been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34- Interim Financial Reporting read with Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015, as amended and SEBI Circular.
- (b) The half yearly standalone financial results are the derived figures between the audited figures in respect of the year ended March 31, 2018 and the published year-to-date figures up to September 30, 2017, being the date of the end of the first half of the current financial year, which were subject to limited review. The standalone financial results for the half year ended March 31, 2018 and year ended March 31, 2018 have been prepared on the basis of the standalone financial results for the half year ended September 30, 2017, the audited annual standalone Ind AS financial statements as at and for the year ended March 31, 2018, and the relevant requirements of the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended from time to time read with SEBI Circular.
- (c) IndiGrid acquired the entire equity share capital of Sterlite Grid 1 Limited (SGL1), which is the holding company of Bhopal Dhule Transmission Limited (BDTCL) and Jabalpur Transmission Limited (JTCL) from Sterlite Power Grid Ventures Limited (SPGVL) on May 30, 2017. Accordingly, SGL1, BDTCL and JTCL became wholly owned subsidiaries of IndiGrid with effect from May 30, 2017. Hence the revenue and corresponding expenses of SGL1, BDTCL and JTCL included in the financial results pertain to the period from May 30, 2017 to March 31, 2018.  
  
Further, the IndiGrid has acquired Purulia & Kharagpur Transmission Company Limited (PKTCL), RAPP Transmission Company Limited (RTCL) and Maheshwaram Transmission Company Limited (MTL) (together referred as "the SPVs") from Sterlite Grid 2 Limited and Sterlite Grid 3 Limited (wholly owned subsidiaries of SPGVL) with effect from February 15, 2018. While 100% of the equity stake of PKTCL was acquired, for RTCL and MTL 49% equity stake was acquired and on the remaining 51%, IndiGrid has beneficial interest based on the rights available to it under the Share Purchase Agreement/Shareholders' Agreement. Further, during the period, IndiGrid's total equity stake in RTCL is increased to 74%.  
  
Consequent to the above, the revenue and corresponding expenses included in the standalone financial results for the half year ended September 30, 2017 and half year ended March 31, 2018 are not comparable.
- (d) Revenue from operations comprise of interest income on NCDs/loans to subsidiaries and includes an amount of Rs. 304.25 millions (Rs. 184.72 Mn for half year ended March 31 2018 and Rs 289.11 Mn for half year ended September 30 2017), being the interest on 0.01% Non Convertible Debentures (NCD's) which is the difference between market rate of interest and rate of interest on the NCD's (accounted for under EIR method).
- (e) As at September 30, 2018, an amount of Rs. 2,362.27 million (as at March 31 2018, Rs 496.03 million) has been provided as impairment on investment in subsidiary. The recoverable amount of the investment in subsidiary has been computed based on value in use calculation for the underlying projects (based on discounted cash flow model).
- (f) The Board of directors of the Investment Manager approved a distribution of Rs. 3 per unit for the period April 1, 2018 to June 30, 2018 to be paid on or before 15 days from the date of declaration.



**ADDITIONAL DISCLOSURES AS REQUIRED BY PARAGRAPH 6 OF ANNEXURE A TO THE SEBI CIRCULAR NO. CIR/IMD/DF/127/2016**

**A) Statement of Earnings per unit:**

Basic EPU amounts are calculated by dividing the profit for the period attributable to Unit holders by the weighted average number of units outstanding during the period

Diluted EPU amounts are calculated by dividing the profit attributable to unit holders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation

Particulars	April 01, 2018 to September 30, 2018	October 01, 2017 to March 31, 2018	April 01, 2017 to September 30, 2017	April 01, 2017 to March 31, 2018
Profit after tax for calculating basic and diluted EPU (Rs in Million)	(144.55)	1,506.95	1,117.99	2,624.94
Weighted average number of units in calculating basic and diluted EPU (No. million)	283.80	283.80	283.80	283.80
<u>Effect of dilution</u>				
Estimated units to be issued to Sponsor/Project manager*	6.37	6.14	6.14	6.14
Weighted average number of units in calculating basic and diluted EPU (No. million)	290.17	289.94	289.94	289.94
<b>Earnings Per Unit</b>				
Basic (Rupees/unit)	(0.51)	5.31	3.94	9.25
Diluted (Rupees/unit)	(0.50)	5.20	3.86	9.05

\* units issuable pursuant to the Project Implementation and Management Agreement dated November 10, 2016 as amended, towards the additional transmission charges as may be approved by CERC for the additional expenditure incurred by BDTC. The petition for such tariff increase is currently pending with CERC.

**B) Statement of Related Party Transactions:**

**I. List of related parties as per the requirements of Ind AS 24 - Related Party Disclosures**

**A. Related parties where control exists**

**Subsidiaries**

Sterlite Grid 1 Limited (SGL1)  
Bhopal Dhule Transmission Company Limited (BDTCL)  
Jabalpur Transmission Company Limited (JTCL)  
RAPP Transmission Company Limited (RTCL)  
Purulia & Kharagpur Transmission Company Limited (PKTCL)  
Maheshwaram Transmission Limited (MTL)  
Patran Transmission Company Limited (PTCL)

**B. Other related parties under Ind AS-24 with whom transactions have taken place during the year**

**Entity with significant influence over the Trust**  
Sterlite Power Grid Ventures Limited (SPGVL)

**II. List of additional related parties as per Regulation 2(I)(zv) of the InvIT Regulations**

**A. Parties to IndiGrid**

Sterlite Power Grid Ventures Limited (SPGVL) - Sponsor and Project Manager of IndiGrid  
Sterlite Investment Managers Limited (SIML) - Investment Manager of IndiGrid  
Axis Trustee Services Limited (ATSL) - Trustee of IndiGrid

**B. Promoters of the parties to IndiGrid specified in (A) above**

Sterlite Power Transmission Limited - Promoter of SPGVL and SIML  
Axis Bank Limited - Promoter of ATSL

**C. Directors of the parties to IndiGrid specified in (A) above**

**(i) Directors of SPGVL:**

Pravin Agarwal  
Pratik Agarwal  
A. R. Narayanaswamy  
Avaantika Kakkar  
Ved Mani Tiwari  
Anand Agarwal (till 10.10.2017)  
Udai Dhawan (till 22.01.2018)

**(ii) Directors of SIML:**

Pratik Agarwal  
Kuldip Kumar Kaura  
Tarun Kataria  
Shashikant Bhojani  
Rahul Asthana  
Harsh Shah

**(iii) Directors of ATSL:**

Srinivasan Varadarajan  
Ram Bharoseylal Vaish  
Sidharth Rath  
Rajaraman Viswanathan  
Raghuraman Mahalingam

III. Transactions with related parties

(Rs in million)

Sr. No.	Particulars	Relation	April 01, 2018 to September 30, 2018	October 01, 2017 to March 31, 2018	April 01, 2017 to September 30, 2017	April 01, 2017 to March 31, 2018
<b>1</b>	<b>Unsecured loans given to subsidiaries</b>					
	Jabalpur Transmission Company Limited	Subsidiary	71.38	-	13,767.85	13,767.85
	Bhopal Dhule Transmission Company Limited	Subsidiary	20.00	-	8,731.79	8,731.79
	RAPP Transmission Company Limited	Subsidiary	-	2,550.18	-	2,550.18
	Purulia & Kharagpur Transmission Company Limited	Subsidiary	-	3,987.65	-	3,987.65
	Maheshwaram Transmission Limited	Subsidiary	-	3,740.15	-	3,740.15
	Patran Transmission Company Limited	Subsidiary	1,686.89	-	-	-
<b>2</b>	<b>Interest income from subsidiaries</b>					
	Jabalpur Transmission Company Limited	Subsidiary	912.25	987.74	573.60	1,561.34
	Bhopal Dhule Transmission Company Limited	Subsidiary	650.55	650.41	363.86	1,014.26
	RAPP Transmission Company Limited	Subsidiary	191.72	47.16	-	47.16
	Purulia & Kharagpur Transmission Company Limited	Subsidiary	299.89	73.74	-	73.74
	Maheshwaram Transmission Limited	Subsidiary	281.28	69.17	-	69.17
	Patran Transmission Company Limited	Subsidiary	21.41	-	-	-
<b>3</b>	<b>Repayment of loan from subsidiaries</b>					
	Jabalpur Transmission Company Limited	Subsidiary	-	1,441.37	197.16	1,638.52
	Bhopal Dhule Transmission Company Limited	Subsidiary	-	77.80	14.02	91.81
	RAPP Transmission Company Limited	Subsidiary	-	0.94	-	0.94
	Patran Transmission Company Limited	Subsidiary	104.13	-	-	-
<b>4</b>	<b>Purchase of non convertible debentures of SGLI</b>					
	Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	-	5,880.36	5,880.36
<b>5</b>	<b>Purchase of equity shares of SGLI</b>					
	Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	-	-	-
<b>6</b>	<b>Subscription to optionally convertible redeemable preference shares</b>					
	Sterlite Grid I Limited	Subsidiary	-	1,001.97	-	1,001.97
<b>7</b>	<b>Reimbursement of expenses paid</b>					
	Sterlite Investment Managers Limited	Investment Manager	-	11.56	4.00	15.56
	Jabalpur Transmission Company Limited	Subsidiary	0.32	-	-	-
	Bhopal Dhule Transmission Company Limited	Subsidiary	0.15	-	-	-
<b>8</b>	<b>Issue of unit capital</b>					
	Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	1,360.00	4,520.36	5,880.36
	Pravin Agarwal	Director of Sponsor	-	-	91.34	91.34
<b>9</b>	<b>Distribution to unit holders</b>					
	Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	352.82	331.89	41.58	373.47
	Pravin Agarwal	Director of Sponsor	5.48	5.15	0.84	5.99
	Pratik Agarwal	Director of Sponsor and Investment Manager	1.22	-	-	-
<b>10</b>	<b>Advance receivable in cash</b>					
	Sterlite Grid I Limited	Subsidiary	5.35	4.60	-	4.60
<b>11</b>	<b>Trustee Fee</b>					
	Axis Trustee Services Limited (ATSL)	Trustee	1.06	2.74	0.20	2.94

IV. Outstanding balances as at period end

(Rs in million)

Sr. No.	Particulars	Relation	As at September 30, 2018	As at March 31, 2018	As at September 30, 2017
<b>1</b>	<b>Unsecured loan receivable</b>				
	Jabalpur Transmission Company Limited	Subsidiary	12,200.70	12,129.32	13,570.69
	Bhopal Dhule Transmission Company Limited	Subsidiary	8,659.98	8,639.98	8,717.77
	RAPP Transmission Company Limited	Subsidiary	2,549.25	2,549.25	-
	Purulia & Kharagpur Transmission Company Limited	Subsidiary	3,987.65	3,987.65	-
	Maheshwaram Transmission Limited	Subsidiary	3,740.15	3,740.15	-
	Patran Transmission Company Limited	Subsidiary	1,582.76	-	-
<b>2</b>	<b>Interest receivable from subsidiaries</b>				
	Jabalpur Transmission Company Limited	Subsidiary	43.46	-	-
	Bhopal Dhule Transmission Company Limited	Subsidiary	166.30	-	-
	RAPP Transmission Company Limited	Subsidiary	22.97	-	-
	Purulia & Kharagpur Transmission Company Limited	Subsidiary	38.98	6.80	-
	Maheshwaram Transmission Limited	Subsidiary	30.72	0.23	-
	Patran Transmission Company Limited	Subsidiary	-	-	-
<b>3</b>	<b>Advance receivable in cash</b>				
	Sterlite Grid 1 Limited	Subsidiary	9.95	4.60	-
	Jabalpur Transmission Company Limited	Subsidiary	0.32	-	-
	Bhopal Dhule Transmission Company Limited	Subsidiary	0.15	-	-
<b>4</b>	<b>Non-Convertible Debentures of subsidiary (including accrued interest on EIR)</b>				
	Sterlite Grid 1 Limited <i>a</i>	Subsidiary	5,381.50	5,811.09	5,521.98
<b>5</b>	<b>Investment in equity shares of subsidiary</b>				
	Sterlite Grid 1 Limited <sup>#</sup> <i>a</i>	Subsidiary	-	626.57	1,122.60
	Patran Transmission Company Limited	Subsidiary	733.84	-	-
<b>6</b>	<b>Optionally convertible redeemable preference shares</b>				
	Sterlite Grid 1 Limited <i>a</i>	Subsidiary	-	1,001.97	-
<b>7</b>	<b>Reimbursement of expenses paid</b>				
	Sterlite Investment Managers Limited	Investment Manager	-	-	4.00
<b>8</b>	<b>Trustee fee</b>				
	Axis Trustee Services Limited (ATSL)	Trustee	1.06	0.54	0.20

\*\* IndiGrid acquired NCDs and Equity Shares of SGL1 in exchange of its units amounting to Rs. 5,880.36 million. Since the nominal value of NCDs was Rs. 6,658.24 million. Hence the entire consideration was allocated to NCDs.

# Includes amount of Rs. 525.10 million towards equity component of Non-Convertible Debentures issued by Sterlite Grid 1 Limited and Rs. 597.50 million towards payable to SPGVL in respect of acquisition of BDTC.

*a* Net of provision for diminution in value of investment in subsidiary of Rs. 2,362.38 million (as at March 31 2018 Rs. 496.03 Mn).

Details in respect of related party transactions involving acquisition of InvIT assets as required by Para 4.4(b)(iv) of Section A of Annexure A to SEBI Circular dated October 20, 2016 are as follows:

(A) Summary of the valuation reports (issued by the independent valuer appointed under the InvIT Regulations):

(Rs in Million)

Particulars	BDTCL	JTCL	PKTCL	RTCL	MTL	PTCL
Enterprise value						
- Base case (based on tariff as per TSA)	19,114	14,937	6,481	4,084	5,423	2,401
- Incremental revenue (based on additional tariff claimed under petition with CERC)	579	-	-	-	-	-
<b>Total Enterprise value</b>	<b>19,694</b>	<b>14,937</b>	<b>6,481</b>	<b>4,084</b>	<b>5,423</b>	<b>2,401</b>
Method of valuation	Discounted Cash Flow					
Discounting rate (WACC):						
- Base case (based on tariff as per TSA)	8.32%	8.32%	8.34%	8.34%	8.13%	8.33%
- Incremental revenue (based on additional tariff claimed under petition with CERC)	8.54%	-	-	-	-	-

(B) Material conditions or obligations in relation to the transactions:

Acquisition of BDTCL and JTCL (through acquisition of SGL1)

Pursuant to the Project Implementation and Management Agreement dated November 10, 2016 as amended on April 25, 2017 ("PIMA") executed among SIML, ATSL, SPGVL, SGL1, BDTC and JTCL, IndiGrid would issue additional units to SPGVL in the event CERC approves additional tariff for BDTC and/or JTCL in respect of cost escalations in those projects for which petitions were filed with CERC. The units to be issued to SPGVL shall be equivalent to 80% of the Cost Escalation for each of BDTC and JTCL as approved by CERC.

SPGVL will be entitled to additional units only if the cost escalation and the resultant revision in levelised transmission charges is received during the period commencing from the date of the PIMA and until the date which is 18 months of listing of units of IndiGrid (being the date of receipt of final listing and trading approvals for the units).

CERC vide Order dated May 8, 2017 approved cost escalation of Rs. 1,699.90 million for JTCL. Accordingly, IndiGrid issued additional units of Rs. 1,359.92 million (being 80% of the cost escalation approved by CERC) to SPGVL. The petition for cost escalation for BDTC is currently pending with CERC.

No external financing has been obtained for the acquisition of BDTC and JTCL and no fees or commission were received/to be received by any associate of the related party in relation to the transaction.

Acquisition of RTCL and MTL

Pursuant to the share purchase agreements and shareholders' agreements dated February 14, 2018 ("the Agreements") executed with Sterlite Grid 2 Limited and Sterlite Grid 3 Limited ("the Selling shareholders") for acquisition of equity stake in RTCL and MTL (together "the SPVs"), SGL1 has acquired 49% of equity in the SPVs and for acquisition of the remaining 51% equity stake. SGL1 has paid full consideration in advance on a non-refundable basis. The remaining stake will be acquired from the Selling Shareholders on expiry of the respective mandatory shareholding periods applicable for the SPVs. Under the Agreements, the SGL1 has the following rights:

- Right to nominate all directors on the Board of directors of the SPVs;
- Right to direct the Selling Shareholders to vote according to its instructions in the AGM/EGM or any other meeting of shareholders of the SPVs;
- Irrevocable and unconditional call option to acquire the remaining 51% equity stake in the SPVs at later dates (on expiry of the respective mandatory shareholding periods);
- Pledge on the remaining 51% equity stake in the SPVs;
- Non-disposal undertaking from the Selling Shareholders for the remaining 51% equity stake in the SPVs.

The acquisition of RTCL, PKTCL and MTL was financed by long term debt raised at IndiGrid Level of Rs. 10,000 million (rate of interest - 8.25%) and short term debt at JTCL level of Rs. 4,230 million (rate of interest - 8.50%). No fees or commission were received/to be received by any associate of the related party in relation to the transaction.

## C) Statement of Net Distributable Cash Flows (NDCFs) of India Grid Trust

(Rs. in million)

Description	April 01, 2018 to September 30, 2018	October 01, 2017 to March 31, 2018	April 01, 2017 to September 30, 2017	April 01, 2017 to March 31, 2018
Cash flows received from the Portfolio Assets in the form of interest	2,061.69	1,821.19	937.46	2,758.65
Cash flows received from the Portfolio Assets in the form of dividend	-	-	-	-
Any other income accruing at IndiGrid level and not captured above, including but not limited to interest/return on surplus cash invested by IndiGrid	14.90	12.54	-	12.54
Cash flows received from the Portfolio Assets towards the repayment of the debt issued to the Portfolio Assets by IndiGrid	101.77	124.71	211.18	335.88
Proceeds from the Portfolio Assets for a capital reduction by way of a buy back or any other means as permitted, subject to applicable law	-	-	-	-
Proceeds from sale of assets of the Portfolio Asset not distributed pursuant to an earlier plan to re-invest, or if such proceeds are not intended to be invested subsequently	-	-	-	-
<b>Total cash inflow at the IndiGrid level (A)</b>	<b>2,178.36</b>	<b>1,958.44</b>	<b>1,148.64</b>	<b>3,107.07</b>
Less: Any payment of fees, interest and expense incurred at IndiGrid level, including but not limited to the fees of the Investment Manager and Trustee (refer note i)	(500.08)	(309.70)	(4.20)	(313.90)
Less: Costs/retention associated with sale of assets of the Portfolio Assets:				
-related debts settled or due to be settled from sale proceeds of Portfolio Assets:	-	-	-	-
-transaction costs paid on sale of the assets of the Portfolio Assets; and	-	-	-	-
-capital gains taxes on sale of assets/ shares in Portfolio Assets/ other investments	-	-	-	-
Less: Proceeds reinvested or planned to be reinvested in accordance with Regulation 18(7)(a) of the InvIT Regulations	-	-	-	-
Less: Repayment of external debt at the IndiGrid level and at the level of any of the underlying portfolio assets/special purpose vehicles (Excluding refinancing)	-	-	-	-
Less: Income tax (if applicable) at the standalone IndiGrid level	(1.62)	-	-	-
Less: Amount invested in any of the Portfolio Assets for service of debt or interest	-	-	-	-
Less: Repair work in relation to the projects undertaken by any of the Portfolio Assets	-	-	-	-
<b>Total cash outflows / retention at IndiGrid level (B)</b>	<b>(501.70)</b>	<b>(309.70)</b>	<b>(4.20)</b>	<b>(313.90)</b>
<b>Net Distributable Cash Flows (C) = (A+B) (refer note ii)</b>	<b>1,676.66</b>	<b>1,648.74</b>	<b>1,144.44</b>	<b>2,793.17</b>

## Notes to the Statement of Net Distributable Cash Flows

- i. Includes amount of Rs 45.13 million towards creation of debt service reserve account in respect of the external debt raised during the period.  
ii. During the period, an amount of Rs. 851.40 million has already been distributed to unit holders.

*Harsh Shah*  
For and on behalf of the Board of Directors of  
Stellite Investment Managers Limited  
(as Investment Manager of India Grid Trust)

Harsh Shah  
CEO & Whole Time Director  
DIN: 02496122



Place: Mumbai  
Date: October 18, 2018

## Limited Review Report on Half Yearly Standalone Financial Information

To  
The Board of Directors  
Sterlite Investment Managers Limited  
(as Investment Manager of India Grid Trust)  
F-1, The Mira Corporate Suites 1&2  
Ishwar Nagar, Mathura Road  
New Delhi 110 065

1. We have reviewed the accompanying statement of unaudited standalone financial information of India Grid Trust (the 'Trust'), consisting of the Statement of profit and loss, explanatory notes thereto and the additional disclosures as required in paragraph 6 of Annexure A to the SEBI Circular No. CIR/IMD/DF/127/2016 dated November 29, 2016 ("SEBI Circular") for the half year ended September 30, 2018 (the 'Statement') attached herewith, being submitted by Sterlite Investment Managers Limited (the 'Investment Manager') pursuant to the requirements of Regulation 23 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended, read with the SEBI Circular.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) read with Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015 (as amended) and the SEBI Circular, is the responsibility of the Investment Manager and has been approved by the Board of Directors of the Investment Manager. Our responsibility is to issue a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Investment Manager personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



[THIS SPACE IS INTENTIONALLY LEFT BLANK]

# **SRBC & CO LLP**

Chartered Accountants

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 23 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 as amended, read with the SEBI Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For SRBC & CO LLP

Chartered Accountants

ICAI Firm registration number: 324982E/E300003



per Paul Alvares

Partner

Membership No.: 105754

Place: Pune

Date: October 18, 2018





**INDIA GRID TRUST**  
SEBI Registration Number: IN/InvIT/16-17/0005  
**UNAUDITED CONSOLIDATED INTERIM FINANCIAL RESULTS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2018**  
(All amounts in Rs. Million unless otherwise stated)

Particulars	April 01, 2018 to September 30, 2018 (Unaudited refer note 2a)	October 01, 2017 to March 31, 2018 (Unaudited refer note 2b and note 3)	April 01, 2017 to September 30, 2017 (Unaudited) (refer note 3)	April 01, 2017 to March 31, 2018 (Audited)
Revenue from operations (refer note 5)	3,248.01	2,746.72	1,728.97	4,475.69
Dividend income on investment in mutual fund	28.93	35.55	14.39	49.94
Interest income on investment in fixed deposit	6.47	0.84	0.02	0.86
Other income	4.85	10.35	68.16	78.51
<b>Total income (I)</b>	<b>3,288.26</b>	<b>2,793.46</b>	<b>1,811.54</b>	<b>4,605.00</b>
<b>II. EXPENSES</b>				
Transmission infrastructure maintenance charges	86.18	64.17	43.41	107.58
Insurance expenses	47.81	39.49	26.43	65.92
Legal and professional fees	9.49	36.02	5.53	41.55
Rates and taxes	14.32	30.12	3.31	33.43
Investment Manager fees (refer note 7)	63.42	53.77	33.77	87.54
Project Manager fees (refer note 6)	19.59	16.14	10.30	26.44
Travelling and conveyance expenses	3.38	2.24	2.96	5.20
Valuation expenses	0.59	4.06	-	4.06
Trustee fees	1.06	2.74	0.20	2.94
Payment to auditors (including for subsidiaries)				
- Statutory Audit	3.17	3.03	0.45	3.48
- Other services (including certification)	-	1.21	-	1.21
Other expenses	28.76	9.64	10.36	19.99
Depreciation expense	905.77	711.13	446.28	1,157.41
Impairment of property, plant & equipment (refer note 8)	392.21	-	-	-
Finance costs	1,062.92	512.25	500.32	1,012.57
<b>Total expenses (II)</b>	<b>2,638.67</b>	<b>1,486.01</b>	<b>1,083.32</b>	<b>2,569.32</b>
<b>Profit before tax</b>	<b>649.59</b>	<b>1,307.45</b>	<b>728.22</b>	<b>2,035.68</b>
<b>Tax expense:</b>				
- Current tax	1.50	(8.21)	8.21	-
- Deferred tax	-	1.00	(1.00)	-
- Income tax for earlier years	0.26	(67.82)	-	(67.82)
	1.76	(75.03)	7.21	(67.82)
<b>Profit for the period</b>	<b>647.84</b>	<b>1,382.48</b>	<b>721.01</b>	<b>2,103.50</b>
<b>Other Comprehensive Income</b>				
Other comprehensive income to be reclassified to profit or loss in subsequent periods	-	-	-	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods	-	-	-	-
<b>Total Comprehensive income</b>	<b>647.84</b>	<b>1,382.48</b>	<b>721.01</b>	<b>2,103.50</b>
<b>Earnings per unit (Rs. per unit)</b> (refer note E under Additional Disclosures)				
- Basic	2.28	4.87	2.54	7.41
- Diluted	2.23	4.77	2.49	7.25

**NOTES:**

- The above unaudited consolidated financial results for the half year ended September 30, 2018 has been reviewed and approved by the Board of Directors of Sterlite Investment Managers Limited (Investment Manager) at its meeting held on October 18, 2018.
- The unaudited consolidated interim financial information comprises the Consolidated Statement of Profit and Loss, explanatory notes thereto and the additional disclosures as required in paragraph 6 of Annexure A to the SEBI Circular No. CIR/IMD/DF/127/2016 dated November 29, 2016 ("SEBI Circular") for the half year ended September 30, 2018 of India Grid Trust ("IndiGrid") and its subsidiaries (together, "the Group") ("Consolidated Interim Financial Information"). The Consolidated Interim Financial Information has been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34- Interim Financial Reporting read with Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015, as amended and SEBI Circular.
- The half yearly consolidated financial results for the period October 1, 2017 to March 31, 2018 are the derived figures between the unaudited figures in respect of the year ended March 31, 2018 and the published year-to-date figures up to September 30, 2017, being the date of the end of the first half of the current financial year, which were subject to limited review.
- The Group acquired the entire equity share capital of Sterlite Grid 1 Limited (SGL1), which is the holding company of Bhopal Dhule Transmission Limited ("BDTCL") and Jabalpur Transmission Limited (JTCL) to Sterlite Power Grid Ventures Limited ("SPGVL") on May 30, 2017. Accordingly, SGL1, BDTCL and JTCL became wholly owned subsidiaries of the Group with effect from May 30, 2017. Hence the revenue and corresponding expenses of SGL1, BDTCL and JTCL included in the consolidated financial results pertain to the period from May 30, 2017 to March 31, 2018.  
  
Further, the Group acquired Purulia & Kharagpur Transmission Company Limited (PKTCL), RAPP Transmission Company Limited and Maheshwaram Transmission Company Limited, (together referred as "the SPVs") from Sterlite Grid 2 Limited and Sterlite Grid 3 Limited (wholly owned subsidiaries of SPGVL) with effect from February 15, 2018. While 100% of the equity stake of PKTCL was acquired, for RTCL and MTL 49% equity stake was acquired and on the remaining 51%, the Group has beneficial interest based on the rights available to it under the Share Purchase Agreement/Shareholders' Agreement. Further, during the period, the Group's total equity stake in RTCL is increased to 74%.  
  
Consequent to the above, the revenue and corresponding expenses included in the consolidated financial results for the half year ended September 30, 2017 and half year ended March 31, 2018 are not comparable.
- The Group has acquired the entire equity share capital of Patran Transmission Company Limited (PTCL) from Techno Power Grid Company Limited and Techno Electric and Engineering Company Limited at a cost of Rs. 2,420.72 millions with effect from August 31, 2018. Accordingly, consolidated financial information includes financial information of PTCL from August 31, 2018 to September 30, 2018.
- BDTCL has received an order from Central Electricity Regulatory Commission ("CERC") wherein CERC has allowed claim for additional expenditure due to change in tax rates which has resulted in increase in non-escalable tariff revenue by 0.69%. Further, CERC has permitted BDTCL to submit documentation related to its claim for additional expenditure pertaining to Interest During Construction ("IDC") period based on which the claim would be decided by CERC. Accordingly, management has submitted required documents to CERC.
- Pursuant to the Project Implementation and Management Agreement dated November 10, 2016 as amended, Project Manager is entitled to fees a. 10% of gross expenditure incurred by each SPV in relation to operation and maintenance costs, per annum. The Consolidated statement of Profit and Loss for the year half year ended September 30, 2018 includes amount of Rs. 19.59 million (half year ended March 31, 2018: Rs. 16.14 million; half year ended September 30, 2017: Rs. 10.30 million) towards Project Manager fees. There are no changes in the methodology of computation of fees paid to Project Manager.

7) Pursuant to the Investment Management Agreement dated November 10, 2016 as amended, Investment Manager is entitled to fees at 1.75% of difference between revenue from operations and operating expenses (other than fees of the Investment Manager) of each SPV, per annum. For this purpose, operating expenses would not include depreciation, finance costs and income tax expense. The Consolidated statement of Profit and Loss for the half year ended September 30, 2018 includes amount of Rs. 63.42 million (half year ended March 31, 2018: Rs. 53.77 million, half year ended September 30, 2017: Rs. 33.77 million) towards Investment Manager Fees. There are no changes in the methodology of computation of fees paid to Investment Manager.

8) As at September 30, 2018, an amount of Rs. 392.21 million (as at March 31, 2018: Rs. Nil million) has been recognised as an impairment of property, plant and equipment. The recoverable amount of the property, plant and equipment has been computed based on value in use calculation for the underlying projects (based on discounted cash flow model).

9) The Board of directors of the Investment Manager approved a distribution of Rs. 3 per unit for the period April 1, 2018 to June 30, 2018 to be paid on or before 15 days from the date of declaration.

**ADDITIONAL DISCLOSURES AS REQUIRED BY PARAGRAPH 6 OF ANNEXURE A TO THE SEBI CIRCULAR NO. CIR/IMD/DF/127/2016**

**A) Statement of Net Distributable Cash Flows (NDCF) of India Grid Trust**

(Rs in million)

Description	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	April 01, 2017 to September 30, 2017 (refer note 3)	April 01, 2017 to March 31, 2018
Cash flows received from the Portfolio Assets in the form of interest	2,061.69	1,821.19	937.46	2,758.65
Cash flows received from the Portfolio Assets in the form of dividend	-	-	-	-
Any other income accruing at IndiGrid level and not captured above, including but not limited to interest/return on surplus cash invested by IndiGrid	14.90	12.54	-	12.54
Cash flows received from the Portfolio Assets towards the repayment of the debt issued to the Portfolio Assets by IndiGrid	101.77	124.71	211.18	335.88
Proceeds from the Portfolio Assets for a capital reduction by way of a buy back or any other means as permitted, subject to applicable law	-	-	-	-
Proceeds from sale of assets of the Portfolio Asset not distributed pursuant to an earlier plan to re-invest, or if such proceeds are not intended to be invested subsequently	-	-	-	-
<b>Total cash inflow at the IndiGrid level (A)</b>	<b>2,178.36</b>	<b>1,958.44</b>	<b>1,148.64</b>	<b>3,107.07</b>
Less: Any payment of fees, interest and expense incurred at IndiGrid level, including but not limited to the fees of the Investment Manager and Trustee (refer note i)	(500.08)	(309.70)	(4.20)	(313.90)
Less: Costs/retention associated with sale of assets of the Portfolio Assets:	-	-	-	-
-related debts settled or due to be settled from sale proceeds of Portfolio Assets,	-	-	-	-
-transaction costs paid on sale of the assets of the Portfolio Assets; and	-	-	-	-
-capital gains taxes on sale of assets/ shares in Portfolio Assets/ other investments	-	-	-	-
Less: Proceeds reinvested or planned to be reinvested in accordance with Regulation 18(7)(a) of the InvIT Regulations	-	-	-	-
Less: Repayment of external debt at the IndiGrid level and at the level of any of the underlying portfolio assets/special purpose vehicles (Excluding refinancing)	-	-	-	-
Less: Income tax (if applicable) at the standalone IndiGrid level	(1.62)	-	-	-
Less: Amount invested in any of the Portfolio Assets for service of debt or interest	-	-	-	-
Less: Repair work in relation to the projects undertaken by any of the Portfolio Assets	-	-	-	-
<b>Total cash outflows / retention at IndiGrid level (B)</b>	<b>(501.70)</b>	<b>(309.70)</b>	<b>(4.20)</b>	<b>(313.90)</b>
<b>Net Distributable Cash Flows (C) = (A+B) (refer note ii)</b>	<b>1,676.66</b>	<b>1,648.74</b>	<b>1,144.44</b>	<b>2,793.17</b>

**Notes to the Statement of Net Distributable Cash Flows of IndiGrid**

- Includes amount of Rs. 45.13 million towards creation of debt service reserve account in respect of the external debt raised during the period.
- During the period, an amount of Rs. 851.40 million has already been distributed to unit holders.

**B) Statement of Net Distributable Cash Flows (NDCF) of underlying Holdcos and SPVs**

**(i) Sterlite Grid 1 Limited (SGL1) (Holdco)**

Description	(Rs in Million)			
	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	May 30, 2017* to September 30, 2017 (refer note 3)	May 30, 2017* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(398.87)</b>	<b>223.54</b>	<b>(129.55)</b>	<b>93.99</b>
Add: Depreciation, impairment and amortisation	4.32	4.33	2.96	7.29
Add/Less: Decrease/(increase) in working capital	(3.11)	(5.02)	(5.08)	(10.10)
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGL1	-	280.65	192.95	473.60
Add/less: Loss/gain on sale of infrastructure assets	-	-	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-	-	-
-related debts settled or due to be settled from sale proceeds:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InVIT Regulations	-	-	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-	-	-
Less: Capital expenditure, if any	-	-	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	-	-	-	-
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value.	-	-	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid):	-	-	-	-
-deferred tax:	(88.60)	(97.11)	(66.88)	(163.99)
- Unwinding of Interest cost on Non convertible debentures issued at interest rate lower than market rate of interest	-	-	0.30	0.30
-portion reserve for major maintenance which has not been accounted for in profit and loss statement.	-	-	-	-
Amortization of Upfront fees	-	-	-	-
Loss on account of MTM of F/W & ECB	-	-	-	-
Non Cash item - Reversal of impairment of investment in subsidiary	-	(429.22)	-	(429.22)
Non Cash item - Provision for TDS receivable	-	21.52	-	21.52
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements	-	-	-	-
<b>Total Adjustments (B)</b>	<b>(87.39)</b>	<b>(224.85)</b>	<b>124.25</b>	<b>(100.60)</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>(486.26)</b>	<b>(1.31)</b>	<b>(5.30)</b>	<b>(6.61)</b>

\* Being the date of acquisition of SGL1 by IndiGrid.

**(ii) Bhopal Dhule Transmission Company Limited (BDTCL) (SPV)**

Description	(Rs in Million)			
	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	May 30, 2017* to September 30, 2017 (refer note 3)	May 30, 2017* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(264.70)</b>	<b>(136.35)</b>	<b>(233.62)</b>	<b>(369.97)</b>
Add: Depreciation, impairment and amortisation	355.25	357.57	235.63	593.20
Add/Less: Decrease/(increase) in working capital	(57.70)	55.43	31.29	86.72
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGL1	650.55	650.40	363.86	1,014.26
Add/less: Loss/gain on sale of infrastructure assets	-	-	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-	-	-
-related debts settled or due to be settled from sale proceeds:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InVIT Regulations	-	-	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-	-	-
Less: Capital expenditure, if any	(0.07)	(2.37)	(0.56)	(2.93)
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items).	(11.88)	(45.06)	96.40	51.34
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value.	-	-	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid):	-	-	-	-
-deferred tax:	-	-	-	-
-unwinding of Interest cost on interest free loan or other debentures:	-	-	-	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement.	-	-	-	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements	(307.91)	(70.52)	(73.14)	(143.66)
<b>Total Adjustments (B)</b>	<b>628.24</b>	<b>945.45</b>	<b>653.48</b>	<b>1,598.93</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>363.54</b>	<b>809.10</b>	<b>419.86</b>	<b>1,228.96</b>

\* Being the date of acquisition of BDTCL by IndiGrid.

Note: During the period, an amount of Rs. 327.19 million (being atleast 90%) has already been distributed to IndiGrid.

## (iii) Jabalpur Transmission Company Limited (JTCL) (SPV)

(Rs in million)

Description	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	May 30, 2017* to September 30, 2017 (refer note 3)	May 30, 2017* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(569.10)</b>	<b>(56.57)</b>	<b>34.97</b>	<b>(21.60)</b>
Add: Depreciation, impairment and amortisation	457.07	268.99	204.81	473.80
Add/Less: Decrease/(increase) in working capital	(131.92)	(51.59)	56.64	5.05
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGLI	912.25	987.71	573.60	1,561.34
Add/Less: Loss/gain on sale of infrastructure assets	-	-	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-	-	-
-related debts settled or due to be settled from sale proceeds:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-directly attributable transaction costs:	-	-	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-	-	-
Less: Capital expenditure, if any	-	-	(9.23)	(9.23)
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	-	-	(4.39)	(4.39)
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value:	-	-	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid):	-	-	-	-
-deferred tax:	-	-	-	-
-unwinding of interest cost on interest free loan or other debentures:	-	-	-	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement:	-	-	-	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSR requirement under loan agreements	-	-	-	-
<b>Total Adjustments (B)</b>	<b>1,237.40</b>	<b>1,205.14</b>	<b>821.43</b>	<b>2,026.57</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>668.30</b>	<b>1,148.57</b>	<b>856.40</b>	<b>2,004.97</b>

\* Being the date of acquisition of JTCL by IndiGrid

Note: During the period, an amount of Rs. 601.47 million (being atleast 90%) has already been distributed to IndiGrid.

## (iv) RAPP Transmission Company Limited ('RTCL')

(Rs in million)

Description	April 01, 2018 to September 30, 2018 (refer note 2a)	February 15, 2018* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(22.43)</b>	<b>(20.96)</b>
Add: Depreciation, impairment and amortisation	42.96	10.26
Add/Less: Decrease/(increase) in working capital	(48.72)	16.98
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGLI	191.72	47.16
Add/Less: Loss/gain on sale of infrastructure assets	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-
-related debts settled or due to be settled from sale proceeds:	-	-
-directly attributable transaction costs:	-	-
-directly attributable transaction costs:	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-
Less: Capital expenditure, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	-	-
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value:	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid):	-	-
-deferred tax:	-	-
-unwinding of interest cost on interest free loan or other debentures:	-	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement:	-	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSR requirement under loan agreements	-	-
<b>Total Adjustments (B)</b>	<b>185.96</b>	<b>74.40</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>163.53</b>	<b>53.44</b>

\* Being the date of acquisition of RTCL by IndiGrid

Note: During the period, an amount of Rs. 147.18 million (being atleast 90%) has already been distributed to IndiGrid.

## (v) Purulia &amp; Kharagpur Transmission Company Limited

(Rs in million)

Description	April 01, 2018 to September 30, 2018 (refer note 2a)	February 15, 2018* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(21.57)</b>	<b>(34.28)</b>
Add: Depreciation, impairment and amortisation	71.65	17.11
Add/Less: Decrease/(increase) in working capital	(84.97)	36.84
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGLI	299.89	73.74
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-
-related debts settled or due to be settled from sale proceeds.	-	-
-directly attributable transaction costs.	-	-
-directly attributable transaction costs.	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-
Less: Capital expenditure, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	-	-
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value:	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid).	-	-
-deferred tax:	-	-
-unwinding of interest cost on interest free loan or other debentures:	-	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement.	-	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements	-	(19.00)
<b>Total Adjustments (B)</b>	<b>286.57</b>	<b>108.69</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>265.00</b>	<b>74.41</b>

\* Being the date of acquisition of PKTCL by IndiGrid

Note: During the period, an amount of Rs. 238.50 million (being atleast 90%) has already been distributed to IndiGrid.

## (vi) Maheshwaram Transmission Limited (MTL)(SPV)

(Rs in million)

Description	April 01, 2018 to September 30, 2018 (refer note 2a)	February 15, 2018* to March 31, 2018
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	<b>(73.42)</b>	<b>(19.28)</b>
Add: Depreciation, impairment and amortisation	61.04	15.00
Add/Less: Decrease/(increase) in working capital	(25.77)	11.71
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGLI	281.28	69.17
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-	-
-related debts settled or due to be settled from sale proceeds.	-	-
-directly attributable transaction costs.	-	-
-directly attributable transaction costs.	-	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently, net of any profit / (loss) recognised in profit and loss account	-	-
Less: Capital expenditure, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	-	-
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value:	-	-
-interest cost as per effective interest rate method (difference between accrued and actual paid).	-	-
-deferred tax:	-	-
-unwinding of interest cost on interest free loan or other debentures:	-	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement.	-	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside to comply with DSRA requirement under loan agreements	-	-
<b>Total Adjustments (B)</b>	<b>316.55</b>	<b>95.88</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>243.13</b>	<b>76.60</b>

\* Being the date of acquisition of MTL by IndiGrid

Note: During the period, an amount of Rs. 218.82 million (being atleast 90%) has already been distributed to IndiGrid.

## (vii) Patran Transmission Company Limited (PTCL)(SPV)

(Rs in million)

Description	August 30, 2018* to September 30, 2018 (refer note 4)
<b>Profit/(loss) after tax as per profit and loss account (A)</b> (pertaining to period post acquisition by IndiGrid)	(5,91)
Add: Depreciation, impairment and amortisation	3.11
Add/Less: Decrease/(increase) in working capital	6.94
Add: Interest accrued on loan/non-convertible debentures issued to IndiGrid or SGLI	21.41
Add/Less: Loss/gain on sale of infrastructure assets	-
Add: Proceeds from sale of infrastructure assets adjusted for the following:	-
-related debts settled or due to be settled from sale proceeds;	-
-directly attributable transaction costs;	-
-directly attributable transaction costs;	-
-proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the In IT Regulations	-
Add: Proceeds from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to	-
Less: Capital expenditure, if any	-
Add/Less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items)	(2.37)
-any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or	-
-interest cost as per effective interest rate method (difference between accrued and actual paid);	-
-deferred tax;	-
-unwinding of interest cost on interest free loan or other debentures;	-
-portion reserve for major maintenance which has not been accounted for in profit and loss statement;	-
-reserve for debenture/ loan redemption (Excluding any reserve required by any law or as per lender's agreement)	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. (Excluding refinancing) / net cash set aside	-
<b>Total Adjustments (B)</b>	<b>29.09</b>
<b>Net Distributable Cash Flows (C)=(A+B)</b>	<b>23.18</b>

\* Being the date of acquisition of PTCL by IndiGrid.

Note: During the period, an amount of Rs. 20.86 million (being atleast 90%) has already been distributed to IndiGrid.

## C) Statement of Contingent Liabilities

(Rs in million)

Description	As at September 30, 2018	As at March 31, 2018	As at September 30, 2017
Entry tax demand	369.35	369.35	340.72
VAT demand	104.34	104.34	-
<b>Total</b>	<b>473.69</b>	<b>473.69</b>	<b>340.72</b>

Entry tax demand of Rs 165.80 million for Bhopal Dhule Transmission Company Limited (BDTCL) and Rs 138.70 million for Jabalpur Transmission Company Limited (JTCL) pertains to demands under the Entry tax act read with Madhya Pradesh Vat Act, 2002 for payment of entry tax upon completion of assessment by tax authorities for the year 2012-13, 2013-14, 2014-15 and 2015-16. BDTCL and JTCL have preferred an appeal against the demand before High Court, Jabalpur (Madhya Pradesh). Both the subsidiaries are contesting the demand and the management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the financial statements for the tax demands raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the consolidated financial position and results of the operations. BDTCL and JTCL have deposited Rs. 58.37 million and Rs 49.00 million respectively with the tax authorities against the said demands to comply the order of hon'ble High court of Madhya Pradesh. The Hon'ble high court has accepted the plea of subsidiaries and has given stay on entire demand after deposit of specified amount till the disposal of case.

Entry tax demand of Rs 92.00 million for JTCL pertains to demand under Entry Tax Act read with Chhattisgarh Value Added Tax Act, 2005 for payment of entry tax upon completion of assessment by tax authorities for the year 2012-13, 2013-14 and 2014-15. JTCL has preferred an appeal against the demand before the Commissioner Chhattisgarh Commercial tax Tribunal, Raipur (C.G.). The management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the consolidated financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on consolidated financial position and results of the operations. JTCL has deposited Rs. 51.50 million with the tax authorities against the said demand as per the provision of Chhattisgarh Value Added Tax Act, 2005 for filing of appeal.

Entry tax demand of Rs 13.30 millions for RAPP Transmission Company Limited (RTCL) pertains to demands under the Entry tax act read with Madhya Pradesh Vat Act, 2002 for payment of entry tax upon completion of assessment by tax authorities for the year 2014-15 and year 2015-16. RTCL has appealed against the demand before High Court, Jabalpur (Madhya Pradesh). The management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the consolidated financial statements for the tax demands raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the financial position and results of the operations of RTCL. RTCL has deposited Rs 4.70 millions with the tax authorities against the said demands to comply the order of hon'ble High court of the Madhya Pradesh. The Hon'ble high court has accepted the plea of RTCL and has given stay on entire demand after deposit of specified amount till the disposal of case.

VAT demand of Rs 104.34 million for Purulia & Kharagpur Transmission Company Limited (PKTCL) pertains to demand under Jharkhand Value Added Tax (Amendment) Act, 2005 for payment of VAT for the year 2015-16. The Group has preferred an appeal against the demand before Jharkhand High Court. The management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No expense has been accrued in the financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and results of the operations. PKTCL has deposited Rs 26.09 million with the tax authorities against the said demand.

## D) Statement of Commitments

The Group has entered into transmission services agreement (TSA) with long term transmission customers pursuant to which the Group has to transmit power of contracted capacity and ensure minimum availability of transmission line over the period of the TSA. The TSA contains provision for disincentives and penalties in case of certain defaults.



**E) Statement of Earnings per unit:**

Basic EPU amounts are calculated by dividing the profit/loss for the period attributable to Unit holders by the weighted average number of units outstanding during the period.  
Diluted EPU amounts are calculated by dividing the profit/loss attributable to unit holders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation.

Particulars	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	April 01, 2017 to September 30, 2017 (refer note 3)	April 01, 2017 to March 31, 2018
Profit after tax for calculating basic and diluted EPU	647.84	1,382.48	721.01	2,103.50
Weighted average number of units in calculating basic EPU (No. million)	283.80	283.80	283.80	283.80
<u>Effect of dilution</u>				
Estimated units to be issued to Sponsor/Project manager*	6.37	6.15	6.15	6.15
Weighted average number of units in calculating diluted EPU (no. million)	290.17	289.95	289.95	289.95
<b>Earnings Per Unit</b>				
Basic (Rupees/unit)	2.28	4.87	2.54	7.41
Diluted (Rupees/unit)	2.23	4.77	2.49	7.25

\* units issuable pursuant to the Project Implementation and Management Agreement dated November 10, 2016 as amended, towards the additional transmission charges as may be approved by CERC for the additional expenditure incurred by BDTCL. The petition for such tariff increase is currently pending with CERC.

**F) Statement of Related Party Transactions:****I. List of related parties as per Regulation 2(1)(zv) of the InvIT Regulations****A Parties to IndiGrid**

Sterlite Power Grid Ventures Limited (SPGVL) - Sponsor and Project Manager of IndiGrid  
Sterlite Investment Managers Limited (SIML) - Investment Manager of IndiGrid  
Axis Trustee Services Limited (ATSL) - Trustee of IndiGrid

**B Promoters of the parties to IndiGrid specified in (A) above**

Sterlite Power Transmission Limited - Promoter of SPGVL and SIML  
Axis Bank Limited - Promoter of ATSL

**C Directors of the parties to IndiGrid specified in (A) above****(i) Directors of SPGVL:**

Pravin Agarwal  
Pratik Agarwal  
A. R. Narayanaswamy  
Avaantika Kakkar  
Ved Mani Triwan  
Anand Agarwal (till 10.10.2017)  
Uday Dhawan (till 22.01.2018)

**(ii) Directors of SIML:**

Pratik Agarwal  
Kuldip Kumar Kaura  
Tarun Kataria  
Shashikant Bhojani  
Rahul Asthana  
Harsh Shah

**(iii) Directors of ATSL:**

Srinivasan Varadarajan  
Ravi Bharosevelal Varsh  
Sidharth Rath  
Rajaraman Viswanathan  
Raghuraman Mahalingam

**II. Transactions with related parties during the period**

(Rs in Million)

Sr. No.	Particulars	Relation	April 01, 2018 to September 30, 2018 (refer note 2a)	October 01, 2017 to March 31, 2018 (refer note 2b and note 3)	April 01, 2017 to September 30, 2017 (refer note 3)	April 01, 2017 to March 31, 2018
1	<b>Purchase of non convertible debentures of SGLI</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	-	5,880.36	5,880.36
2	<b>Purchase of equity shares of SGLI</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	-	-	-
3	<b>Issue of unit capital</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager/Entity with significant influence	-	1,360.00	4,520.36	5,880.36
	Pravin Agarwal	Director of Sponsor	-	-	91.34	91.34
4	<b>Purchase of equity shares of RAPP Transmission Company Limited and Purulia &amp; Kharagpur Transmission Company Limited</b> Sterlite Grid 2 Limited #	Subsidiary of Sponsor	-	2,870.52	-	2,870.52
5	<b>Purchase of equity shares of Maheshwaram Transmission Limited</b> Sterlite Grid 3 Limited #	Subsidiary of Sponsor	-	961.84	-	961.84
6	<b>Repayment of existing NCDs / loans in the SPVs acquired</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	-	-	7,121.03	7,121.03
	Sterlite Grid 2 Limited #	Subsidiary of Sponsor	-	732.09	-	732.09
	Sterlite Grid 3 Limited #	Subsidiary of Sponsor	-	849.02	-	849.02
7	<b>Project Manager Fees</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	19.59	16.14	10.30	26.44
8	<b>Investment Manager Fees</b> Sterlite Investment Managers Limited	Investment Manager	63.42	53.77	33.77	87.54
9	<b>Distribution to unit holders</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	352.82	331.89	41.58	373.47
	Pravin Agarwal	Director of Sponsor	5.48	5.15	0.84	5.99
	Pratik Agarwal	Director of Sponsor and Investment Manager	1.22	-	-	-
10	<b>Repayment of dues paid</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	-	296.75	101.05	397.80
	Sterlite Investment Managers Limited	Investment Manager	-	11.56	4.00	15.56
	Sterlite Grid 3 Limited #	Subsidiary of Sponsor	-	18.32	-	18.32
11	<b>Reimbursement of expenses received</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	-	-	17.01	17.01
12	<b>Trustee fee</b> Axis Trustee Services Limited (ATSL)	Trustee	1.06	2.74	0.20	2.94

**II. Outstanding balances**

(Rs in Millions)

Sr. No.	Particulars	Relation	As at September 30, 2018	As at March 31, 2018	As at September 30, 2017
1	<b>Project Manager fees payable</b> Sterlite Power Grid Ventures Limited	Sponsor and Project Manager	19.59	14.92	10.30
2	<b>Investment Manager fees payable</b> Sterlite Investment Managers Limited	Investment Manager	63.42	49.51	33.77
3	<b>Repayment of dues paid/payable</b> Sterlite Investment Managers Limited	Investment Manager	-	-	4.00
4	<b>Trustee fee</b> Axis Trustee Services Limited (ATSL)	Trustee	1.06	0.54	-

# These transactions have been disclosed, since these are with wholly owned subsidiaries of sponsor

Details in respect of related party transactions involving acquisition of InvIT assets as required by Para 4.4(b)(iv) of Section A of Annexure A to SEBI Circular dated October 20, 2016 are as follows:

(A) Summary of the valuation reports (issued by the independent valuer appointed under the InvIT Regulations):

Particulars	(Rs in million)					
	BDTCL	JTCL	PKTCL	RTCL	MTL	PTCL
Enterprise value						
- Base case (based on tariff as per TSA)	19,114	14,937	6,481	4,084	5,423	2,401
- Incremental revenue (based on additional tariff claimed under petition with CERC)	579	-	-	-	-	-
<b>Total Enterprise value</b>	<b>19,693</b>	<b>14,937</b>	<b>6,481</b>	<b>4,084</b>	<b>5,423</b>	<b>2,401</b>
Method of valuation	Discounted Cash Flow					
Discounting rate (WACC):						
- Base case (based on tariff as per TSA)	8.32%	8.32%	8.34%	8.34%	8.13%	8.33%
- Incremental revenue (based on additional tariff claimed under petition with CERC)	8.54%	-	-	-	-	-

(B) Material conditions or obligations in relation to the transactions:

**Acquisition of BDTCL and JTCL (through acquisition of SGLI):**

Pursuant to the Project Implementation and Management Agreement dated November 10, 2016 as amended on April 25, 2017 ("PIMA") executed among SIML, ATSL, SPGVL, SGLI, BDTCL and JTCL, IndiGrid would issue additional units to SPGVL in the event CERC approves additional tariff for BDTCL and/or JTCL in respect of cost escalations in those projects for which petitions were filed with CERC. The units to be issued to SPGVL shall be equivalent to 80% of the Cost Escalation for each of BDTCL and JTCL as approved by CERC.

SPGVL will be entitled to additional units only if the cost escalation and the resultant revision in levelised transmission charges is received during the period commencing from the date of the PIMA and until the date which is 18 months of listing of units of IndiGrid (being the date of receipt of final listing and trading approvals for the units).

CERC vide Order dated May 8, 2017 approved cost escalation of Rs. 1,699.90 million for JTCL. Accordingly, IndiGrid issued additional units of Rs. 1,359.92 million (being 80% of the cost escalation approved by CERC) to SPGVL. The petition for cost escalation for BDTCL is currently pending with CERC.

No external financing has been obtained for the acquisition of BDTCL and JTCL and no fees or commission were received/to be received by any associate of the related party in relation to the transaction.

**Acquisition of RTCL and MTL:**

Pursuant to the share purchase agreements and shareholders' agreements dated February 14, 2018 ("the Agreements") executed with Sterlite Grid 2 Limited and Sterlite Grid 3 Limited ("the Selling shareholders") for acquisition of equity stake in RTCL and MTL (together "the SPVs"), SGLI has acquired 49% of equity in the SPVs and for acquisition of the remaining 51% equity stake. SGLI has paid full consideration in advance on a non-refundable basis. The remaining stake will be acquired from the Selling Shareholders on expiry of the respective mandatory shareholding periods applicable for the SPVs. Under the Agreements, the SGLI has the following rights:

- Right to nominate all directors on the Board of directors of the SPVs;
- Right to direct the Selling Shareholders to vote according to its instructions in the AGM/EGM or any other meeting of shareholders of the SPVs;
- Irrevocable and unconditional call option to acquire the remaining 51% equity stake in the SPVs at later dates (on expiry of the respective mandatory shareholding periods);
- Pledge on the remaining 51% equity stake in the SPVs;
- Non-disposal undertaking from the Selling Shareholders for the remaining 51% equity stake in the SPVs.

The acquisition of RTCL, PKTCL and MTL was financed by long term debt raised at IndiGrid level of Rs. 10,000 million (rate of interest - 8.25%) and short term debt at JTCL level of Rs. 4,230 million (rate of interest - 8.50%). No fees or commission were received/to be received by any associate of the related party in relation to the transaction.

*Harsh Shah*  
 For and on behalf of the Board of Directors of  
 Sterlite Investment Managers Limited  
 (as Investment Manager of India Grid Trust)

Harsh Shah  
 CEO & Whole Time Director  
 DIN: 02496122



Place: Mumbai

Date: October 18, 2018

## Limited Review Report on Half Yearly Consolidated Financial Information

To  
The Board of Directors  
Sterlite Investment Managers Limited  
(as Investment Manager of India Grid Trust)  
F-1, The Mira Corporate Suites 1&2  
Ishwar Nagar, Mathura Road  
New Delhi 110 065

1. We have reviewed the accompanying statement of unaudited consolidated financial information of India Grid Trust (the 'Trust'), and its subsidiaries (together referred to as the 'Group'), consisting of the Consolidated Statement of profit and loss, explanatory notes thereto and the additional disclosures as required in paragraph 6 of Annexure A to the SEBI Circular No. CIR/IMD/DF/127/2016 dated November 29, 2016 ("SEBI Circular") for the half year ended September 30, 2018 (the 'Statement') attached herewith, being submitted by Sterlite Investment Managers Limited (the 'Investment Manager') pursuant to the requirements of Regulation 23 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended, read with the SEBI Circular.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) read with Rule 2(1)(a) of Companies (Indian Accounting Standards) Rules, 2015 (as amended) and the SEBI Circular, is the responsibility of the Investment Manager and has been approved by the Board of Directors of the Investment Manager. Our responsibility is to issue a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Investment Manager personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



[THIS SPACE IS INTENTIONALLY LEFT BLANK]

# **S R B C & C O L L P**

Chartered Accountants

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 23 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 as amended, read with the SEBI Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S R B C & C O L L P

Chartered Accountants

ICAI Firm registration number: 324982E/E300003



per Paul Alvares

Partner

Membership No.: 105754

Place: Pune

Date: October 18, 2018

