

**Date:** April 3, 2021

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

Scrip Code – 540565

Symbol - INDIGRID

**Sub: Extension of issue period for rights issue of units (“Units”, and such issuance “Issue”) by India Grid Trust until April 16, 2021**

Dear Sir/Madam,

Further to intimation dated March 23, 2021 and March 24, 2021, please note that the letter of offer dated March 23, 2021 (the “**Letter of Offer**”), abridged letter of offer, composite application form and the Issue advertisements sets out the Issue Closing Date as April 13, 2021. Due to bank holidays on April 13, 2021 and April 14, 2021, as applicable in the respective states of India, on account of certain festivities, the Investment Manager (on behalf of India Grid Trust) on April 1, 2021 has decided to extend the Issue period to April 16, 2021. Accordingly, the Issue Closing date shall be April 16, 2021. Therefore, all references to the Issue Closing Date in the Letter of Offer, abridged letter of offer, Issue Advertisements and composite application form should be read as Friday, April 16, 2021.

Furthermore, the Issue Schedule mentioned on page 290 of Letter of Offer stands modified as follows:

<b>Last Date for credit of Rights Entitlements</b>	April 12, 2021
<b>Issue Opening Date</b>	April 6, 2021
<b>Last Date For On Market Renunciation of Rights Entitlement*</b>	April 8, 2021
<b>Issue Closing Date</b>	April 16, 2021
<b>Finalisation of Basis of Allotment (On or about)</b>	April 22, 2021
<b>Date of Allotment (On or about)</b>	April 23, 2021
<b>Date of Credit (On or about)</b>	April 26, 2021
<b>Date of Listing (On or about)</b>	April 27, 2021

*\* Eligible Unitholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date.*

You are requested to take note of the above change in the Issue Schedule. Further, the Addendum issued in this respect that has appeared in the newspapers today is attached along with this letter.

All capitalized terms used and not defined herein shall have the meaning assigned to them in the Letter of Offer filed with the Stock Exchanges, namely BSE Limited and National Stock Exchange of India Limited and the Securities and Exchange Board of India.

You are requested to take the same on your record.

Yours sincerely,

**For and on behalf of IndiGrid Investment Managers Limited**

Representing India Grid Trust as its Investment Manager

**Swapnil Patil**

Company Secretary & Compliance Officer

ACS-24861

**CC to-**

**Axis Trustee Services Limited**

The Ruby, 2<sup>nd</sup> Floor, SW,29, Senapati Bapat Marg,

Dadar West, Mumbai- 400 028

Maharashtra, India

**IndiGrid Investment Managers Limited**

**(formerly known as Sterlite Investment Managers Limited)**




**Registered & Corporate Office:** Unit No. 101, First Floor, Windsor, Village Kolkalyan, off CST Road, Vidyanageri Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857

**Ph:** +91 72084 93885 | **Email:** [complianceofficer@indigrid.co.in](mailto:complianceofficer@indigrid.co.in) | [www.indigrid.co.in](http://www.indigrid.co.in)

# IndiGrid India Grid Trust

(Registered in the Republic of India as an irrevocable trust under the Indian Trusts Act, 1882, on October 21, 2016, and as an infrastructure investment trust under the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, on November 28, 2016, having registration number IN/InvT/16-17/0005 at New Delhi).

**Principal Place of Business:** Unit No. 101, First Floor, Windsor, Village Kolkalyan, Off CST Road, Vidyannagar Marg, Kalina, Santacruz East, Mumbai 400 098. Tel: +91 72084 93885; **Compliance Officer:** Swapnil Patil. E-mail: complianceofficer@indigrd.co.in. **Website:** www.indigrd.co.in

FOR CIRCULATION TO THE ELIGIBLE UNITHOLDERS OF INDIA GRID TRUST ONLY		
TRUSTEE	SPONSOR	INVESTMENT MANAGER
 <b>AXIS TRUSTEE</b>  <b>Axis Trustee Services Limited</b>	<b>KKR SPONSOR</b>  <b>Esoteric II Pte. Ltd.</b>	 <b>STERLITE SPONSOR</b>  <b>Sterlite Power Transmission Limited</b>
		 <b>IndiGrid</b>  <b>IndiGrid Investment Managers Limited</b> <i>(formerly, Sterlite Investment Managers Limited)</i>

ISSUE OF UP TO 116,695,404 UNITS OF INDIA GRID TRUST ("INDIGRID" AND SUCH UNITS, THE "UNITS"), FOR CASH AT A PRICE OF ₹110.00 PER UNIT (THE "ISSUE PRICE"), AGGREGATING TO ₹12,836.49 MILLION\* TO THE ELIGIBLE UNITHOLDERS (AS DEFINED HEREINAFTER) ON A RIGHTS BASIS IN THE RATIO OF ONE LOT FOR EVERY FIVE LOTS (EACH LOT COMPRISING 1,701 UNITS) HELD BY THEM ON THE RECORD DATE, BEING MARCH 30, 2021 (THE "ISSUE") IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (INFRASTRUCTURE INVESTMENT TRUSTS) REGULATIONS, 2014 INCLUDING THE RULES, CIRCULARS AND GUIDELINES ISSUED THEREUNDER, (THE "INVIT REGULATIONS") INCLUDING CIRCULAR BEARING NUMBER SEBI/HO/DDHS/DDHS/CIR/P/2020/10 ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA DATED JANUARY 17, 2020 ENTITLED GUIDELINES FOR RIGHTS ISSUE OF UNITS BY A LISTED INFRASTRUCTURE INVESTMENT TRUSTS (INVTs), READ WITH THE CIRCULAR BEARING NUMBER SEBI/HO/DDHS/DDHS/CIR/P/2020/36 ISSUED BY THE SECURITIES AND EXCHANGE BOARD OF INDIA DATED MARCH 13, 2020 ENTITLED THE AMENDMENTS TO GUIDELINES FOR RIGHTS ISSUE, PREFERENTIAL ISSUE AND INSTITUTIONAL PLACEMENT OF UNITS BY A LISTED INVIT (THE "SEBI RIGHTS ISSUE GUIDELINES"). THE RECORD DATE IS MARCH 30, 2021. FOR FURTHER DETAILS, PLEASE SEE THE SECTION ENTITLED "THE ISSUE" ON PAGE 19 OF THE LOF.

\*The size of the issue shall be subject to finalisation of Allotment in the Issue.

## NOTICE TO THE ELIGIBLE UNITHOLDERS

**ISSUE OPENS ON:  
TUESDAY, APRIL 6, 2021**

**LAST DATE FOR ON MARKET RENUNCIATION:  
THURSDAY, APRIL 8, 2021**

**ISSUE CLOSING ON:  
FRIDAY, APRIL 16, 2021\*\*\***

\*The Investment Manager (acting on behalf of IndiGrid) will have the right to extend the Issue period as it may determine from time to time, provided that this Issue will not remain open in excess of 15 Working Days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

\*\*Please note due to a bank holiday on April 13, 2021 and April 14, 2021, as applicable in the respective states of India, on account of certain festivities, the Issue period has been extended to April 16, 2021. Accordingly, the Issue Closing date shall be April 16, 2021 instead of April 13, 2021.



Simple, Safe, Smart way of making an application - Make use of it!!!

\*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

**Facilities for Application in the Issue**

In accordance with the Invit Regulations read with the SEBI Rights Issue Guidelines, all Bidders desiring to make an Application in this issue are mandatorily required to use the Application Supported by Blocked Amount (ASBA) process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please see the section entitled "Procedure for Application through the ASBA Process" on page 281 of the LOF.

**(i) ASBA Facility:**

Please note that subject to SCSSs complying with the requirements of SEBI Circular CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Applications may be submitted at the Designated Branches of the SCSSs. Further, in terms of the SEBI Circular CIR/CFD/DIL/13/2012 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, each SCSS should have a separate account in its own name with any other SEBI registered SCSSB. Such account shall be used solely for the purpose of making an Application in this issue and clear demarcated funds should be available in such account for each Application.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors desiring to make an Application in the Issue through ASBA process, may submit the Application Form to the Designated Branch of the SCSSB or online / electronic Application through the website of the SCSSBs (if made available by such SCSSB) for authorising such SCSSB to block Application Money payable on the Application in their respective ASBA Accounts. For the list of banks which have been notified by SEBI to act as SCSSBs for the ASBA process, please refer to <https://www.sebi.gov.in/webcontent/other/OtherAction.do?forCompenseid?pryid=sebinotific3>. For details on Designated Branches of SCSSBs collecting the Application Form, please refer the above-mentioned link.

**PLEASE NOTE THAT THE UNITS APPLIED FOR IN THIS ISSUE CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH OUR UNITS ARE HELD BY SUCH INVESTOR ON THE RECORD DATE.**

**Application on Plain Paper under ASBA process:**

An Eligible Unitholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Unitholder not being in a position to obtain it from any other source may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar, Stock Exchanges or the Lead Manager. An Eligible Unitholder shall submit the plain paper Application to the Designated Branches of the SCSSB for authorising such SCSSB to block Application Money in the said bank account maintained with the same SCSSB. Applications on plain paper will not be accepted from any address outside India.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with the Investment Manager, the Sponsors, the Lead Managers and the Registrar not having any liability to the Investor. The plain paper Application form will be available on the website of the Registrar at <https://www.kintech.com>.

The Investment Manager, the Sponsors, the Lead Managers and the Registrar shall not be responsible if the Applications are not uploaded by SCSS or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

**OVERSEAS UNITHOLDERS:** The distribution of the Draft Letter of Offer and the Letter of Offer and the issue of the Rights Entitlement and the Units on a rights basis to persons in certain jurisdictions outside India are restricted by legal requirements prevailing in those jurisdictions. Persons who possess the Draft Letter of Offer, the Letter of Offer, the Abridged Letter of Offer or the CAF may come, are required to inform themselves about and observe such restrictions, and the Investment Manager or the Sponsors shall bear no responsibility or liability in this regard. This issue is being made on a rights basis to the Eligible Unitholders alone and shall not be construed as an offer or invitation to subscribe to this issue to a person or entities other than the Eligible Unitholders. The Investment Manager will dispatch the Letter of Offer, the Abridged Letter of Offer and CAF only to Eligible Unitholders who have provided an Indian address to the Investment Manager. Overseas Unitholders who do not update the records with their Indian address or the address of their duly authorised representative in India, prior to the date on which the Investment Manager (on behalf of IndiGrid) proposes to dispatch the Letter of Offer, Abridged Letter of Offer and CAFs, shall not be sent the Letter of Offer, Abridged Letter of Offer and CAFs.

**NO OFFER IN THE UNITED STATES:**

The rights entitlements and the units have not been and will not be registered under the U.S. Securities Act, or any U.S. State Securities laws and may not be offered, sold, resold or otherwise transferred within the United States, except in a transaction exempt from the registration requirements of the U.S. Securities Act, the units referred to in the draft letter of offer, the letter of offer are being offered and sold in offshore transactions outside the United States in compliance with regulation to the brokers located in a jurisdiction where such offer and sale of the units is permitted under laws of such jurisdiction. The offering to which the draft letter of offer, the letter of offer relates to, and under no circumstances is to be construed as, an offering of any units or rights entitlements for sale in the United States or as a solicitation thereof in an offer to buy any of the said securities.

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled in the Application Form is April 16, 2021, being the Issue Closing Date. The Investment Manager or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 15 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an ASBA, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSSB, on or before the Issue Closing Date or such date as may be extended by Investment Manager, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and the Investment Manager shall be at liberty to dispose of the Units hereby offered, as provided under the section "Basis of Allotment" on page 280 of the LOF. Please note that on the Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchanges.

**ALLOTMENT ONLY IN DEMATERIALIZED FORM:** The Allotment of the Units pursuant to the Issue will only be made in dematerialised form.

**PLEASE NOTE THAT THE UNITS CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM. FURTHER, PLEASE NOTE THAT THE R-WAP FACILITY WILL NOT BE AVAILABLE FOR THIS ISSUE.**

**LISTING:** The existing Units of IndiGrid are listed on BSE and NSE. IndiGrid has received in-principle approvals from BSE and NSE for listing of the Units to be allotted pursuant to the Issue through their letters dated March 17, 2021 and March 12, 2021, respectively. The Investment Manager (on behalf of IndiGrid) will also make applications to the Stock Exchanges to obtain trading approvals for the Rights Entitlements. For the purposes of the Issue, the Designated Stock Exchange is BSE.

**DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange):** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" on page 279 of the LOF.

**DISCLAIMER CLAUSE OF NSE:** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer clause of NSE" on page 273 of the LOF.

**BANKER TO THE ISSUE: Axis Bank Limited**

**DISPATCH AND AVAILABILITY OF ISSUE MATERIALS:**

The Investment Manager will dispatch the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material (if any) to e-mail addresses of resident Eligible Unitholders who have provided their e-mail addresses; (ii) only to the Indian addresses of the resident Eligible Unitholders, on a reasonable effort basis, whose e-mail addresses are not available with the Investment Manager or the Eligible Unitholders have not provided the valid e-mail address to the Investment Manager; (iii) only to the Indian addresses of the non-resident Eligible Unitholders, on a reasonable effort basis, who have provided an Indian address to the Investment Manager and located in jurisdictions where the offer and sale of the Units may be permitted under laws of such jurisdictions.

Further, the Letter of Offer will be sent/delivered (i) only to e-mail addresses of resident Eligible Unitholders who have provided their e-mail addresses; (ii) only to the Indian addresses of the resident Eligible Unitholders, on a reasonable effort basis, whose e-mail addresses are not available with the Investment Manager or the Eligible Unitholders have not provided the valid e-mail address to the Investment Manager; (iii) only to the Indian addresses of the non-resident Eligible Unitholders, on a reasonable effort basis, who have provided an Indian address to the Investment Manager and located in jurisdictions where the offer and sale of the Units may be permitted under laws of such jurisdictions, by the Lead Manager, in each case who make a request in this regard.

Investors can access the Letter of Offer, the Abridged Letter of Offer, the Application Form, statutory advertisement, corrigendum, if applicable (provided that the Eligible Unitholder is eligible to subscribe to the Issue under applicable securities laws) on the websites of: (i) the Trust at [www.indigrd.co.in](http://www.indigrd.co.in); (ii) the Registrar at [www.kintech.com](http://www.kintech.com); (iii) the Lead Manager, being Axis Capital Limited, at [www.axiscapital.co.in](http://www.axiscapital.co.in); (iv) the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). Eligible Unitholders can obtain the details of their respective Rights Entitlements from the website of the Registrar ([www.kintech.com](http://www.kintech.com)) by entering their DP ID, Client ID and PAN. The link for the same shall also be available on the website of IndiGrid ([www.indigrd.co.in](http://www.indigrd.co.in)).

Further, the Investment Manager along with the Lead Manager will undertake all adequate steps to reach out to the Eligible Unitholders who have provided their Indian address through other means, as may be feasible. The Investment Manager, the Sponsors, the Lead Managers and the Registrar will not be liable for non-dispatch of physical copies of issue materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form, or delay in the receipt of the Letter of Offer and pursuant to the DTD. The external debt in the form of senior, secured, rated, listed, redeemable non-convertible debt securities amounting to ₹ 26,500 million has been submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Please note that the Eligible Unitholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it received subsequently.

The application on plain paper, duly signed by the Eligible Unitholders including joint holders, in the same order and as per specimen recorded with his bank, must reach the office of the Designated Branches of the SCSSB before the Issue Closing Date and should contain the following particulars:

1. Name of the Trust, being India Grid Trust; 2. Name and address of the Eligible Unitholder including joint holders (in the same order and as per specimen recorded with the Investment Manager or the Depository); 3. Registered Folio Number/DP and Client ID No.; 4. Number of Units held as on Record Date; 5. Allotment option - only dematerialised form; 6. Number of Lots entitled to; 7. Number of Lots applied for within the Rights Entitlements; 8. Number of additional Units applied for, if any; 9. Total amount applied for; 10. Total amount paid at the rate of ₹110.00 per Unit; 11. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSSB; 12. In case of joint holders, details of the NRE/FCNR/NRO Account number for the Rights Entitlements; 13. For the purpose of the Issue, the Designated Stock Exchange is BSE. Name, address and branch of the SCSSB with which the account is maintained; 13. Except for Applications on behalf of the Central or State Government, the number of Skim and the officials appointed by the courts, PAN of the Eligible Unitholders and for each Eligible Unitholder in case of joint names, irrespective of the total value of the Units applied for pursuant to this Issue; 14. Authorisation to the Designated Branches of the SCSSB to block an amount equivalent to the Application Money in the ASBA Account; 15. Signature of the Eligible Unitholder (in case of joint holders, to appear in the same order and order as they appear in the records of the SCSSB); 16. In addition, all such Eligible Unitholders are deemed to have accepted the following:
  - (a) in addition, all such Eligible Unitholders are deemed to have accepted the following:
    - (i) We understand that neither the Rights Entitlements nor the Units have, nor will, be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the "United States"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. I/we understand the Units referred to in this application are being offered and sold in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act ("Regulation S") to existing unitholders located in jurisdictions where such offer and sale of the Units is permitted under laws of such jurisdiction. I/we understand that the offer and sale of the Units, and the circumstances to be construed as, an offering of units or rights entitlements for sale in the United States, or as a solicitation thereof in an offer to buy any of the said Units or Rights Entitlements in the United States. I/we confirm that I am/we are not in the United States and eligible to subscribe for the Units under applicable securities laws (b) complying with laws of jurisdictions applicable to such person in connection with the issue, and (c) understand that neither the Trust, nor the Registrar, the Lead Manager or any other person acting on behalf of the Trust will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Trust, the Registrar, the Lead Manager or any other person acting on behalf of the Trust have reason to believe is in the United States or outside of India and ineligible to participate in this issue under the securities laws of their jurisdiction.
    - (ii) We will not offer, sell or otherwise transfer any of the Units which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/we satisfy, and each account for whom I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Units and Rights Entitlements in compliance with applicable securities laws and other laws of our jurisdiction of residence.
    - (iii) I/we hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled "Restrictions on Purchases and Resales" on page 287.
    - (iv) We understand and agree that the Rights Entitlements and Units may not be offered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act.
    - (v) We acknowledge that we, the Lead Manager, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."
  - (b) In cases where multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with the Investment Manager, the Sponsors, the Lead Managers and the Registrar not having any liability to the Investor. The plain paper Application form will be available on the website of the Registrar at <https://www.kintech.com>.

The Investment Manager, the Sponsors, the Lead Managers and the Registrar shall not be responsible if the Applications are not uploaded by SCSS or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

**OVERSEAS UNITHOLDERS:** The distribution of the Draft Letter of Offer and the Letter of Offer and the issue of the Rights Entitlement and the Units on a rights basis to persons in certain jurisdictions outside India are restricted by legal requirements prevailing in those jurisdictions. Persons who possess the Draft Letter of Offer, the Letter of Offer, the Abridged Letter of Offer or the CAF may come, are required to inform themselves about and observe such restrictions, and the Investment Manager or the Sponsors shall bear no responsibility or liability in this regard. This issue is being made on a rights basis to the Eligible Unitholders alone and shall not be construed as an offer or invitation to subscribe to this issue to a person or entities other than the Eligible Unitholders. The Investment Manager will dispatch the Letter of Offer, the Abridged Letter of Offer and CAF only to Eligible Unitholders who have provided an Indian address to the Investment Manager. Overseas Unitholders who do not update the records with their Indian address or the address of their duly authorised representative in India, prior to the date on which the Investment Manager (on behalf of IndiGrid) proposes to dispatch the Letter of Offer, Abridged Letter of Offer and CAFs, shall not be sent the Letter of Offer, Abridged Letter of Offer and CAFs.

**NO OFFER IN THE UNITED STATES:**

The rights entitlements and the units have not been and will not be registered under the U.S. Securities Act, or any U.S. State Securities laws and may not be offered, sold, resold or otherwise transferred within the United States, except in a transaction exempt from the registration requirements of the U.S. Securities Act, the units referred to in the draft letter of offer, the letter of offer are being offered and sold in offshore transactions outside the United States in compliance with regulation to the brokers located in a jurisdiction where such offer and sale of the units is permitted under laws of such jurisdiction. The offering to which the draft letter of offer, the letter of offer relates to, and under no circumstances is to be construed as, an offering of any units or rights entitlements for sale in the United States or as a solicitation thereof in an offer to buy any of the said securities.

**LAST DATE FOR APPLICATION:** The last date for submission of the duly filled in the Application Form is April 16, 2021, being the Issue Closing Date. The Investment Manager or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 15 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an ASBA, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSSB, on or before the Issue Closing Date or such date as may be extended by Investment Manager, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and the Investment Manager shall be at liberty to dispose of the Units hereby offered, as provided under the section "Basis of Allotment" on page 280 of the LOF. Please note that on the Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchanges.

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**DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange):** It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" on page 279 of the LOF.

**DISCLAIMER CLAUSE OF NSE:** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer clause of NSE" on page 273 of the LOF.

**BANKER TO THE ISSUE: Axis Bank Limited**

**DISPATCH AND AVAILABILITY OF ISSUE MATERIALS:**

The Investment Manager will dispatch the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material (if any) to e-mail addresses of resident Eligible Unitholders who have provided their e-mail addresses; (ii) only to the Indian addresses of the resident Eligible Unitholders, on a reasonable effort basis, whose e-mail addresses are not available with the Investment Manager or the Eligible Unitholders have not provided the valid e-mail address to the Investment Manager; (iii) only to the Indian addresses of the non-resident Eligible Unitholders, on a reasonable effort basis, who have provided an Indian address to the Investment Manager and located in jurisdictions where the offer and sale of the Units may be permitted under laws of such jurisdictions.

Further, the Letter of Offer will be sent/delivered (i) only to e-mail addresses of resident Eligible Unitholders who have provided their e-mail addresses; (ii) only to the Indian addresses of the resident Eligible Unitholders, on a reasonable effort basis, whose e-mail addresses are not available with the Investment Manager or the Eligible Unitholders have not provided the valid e-mail address to the Investment Manager; (iii) only to the Indian addresses of the non-resident Eligible Unitholders, on a reasonable effort basis, who have provided an Indian address to the Investment Manager and located in jurisdictions where the offer and sale of the Units may be permitted under laws of such jurisdictions, by the Lead Manager, in each case who make a request in this regard.

Investors can access the Letter of Offer, the Abridged Letter of Offer, the Application Form, statutory advertisement, corrigendum, if applicable (provided that the Eligible Unitholder is eligible to subscribe to the Issue under applicable securities laws) on the websites of: (i) the Trust at [www.indigrd.co.in](http://www.indigrd.co.in); (ii) the Registrar at [www.kintech.com](http://www.kintech.com); (iii) the Lead Manager, being Axis Capital Limited, at [www.axiscapital.co.in](http://www.axiscapital.co.in); (iv) the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). Eligible Unitholders can obtain the details of their respective Rights Entitlements from the website of the Registrar ([www.kintech.com](http://www.kintech.com)) by entering their DP ID, Client ID and PAN. The link for the same shall also be available on the website of IndiGrid ([www.indigrd.co.in](http://www.indigrd.co.in)).

Further, the Investment Manager along with the Lead Manager will undertake all adequate steps to reach out to the Eligible Unitholders who have provided their Indian address through other means, as may be feasible. The Investment Manager, the Sponsors, the Lead Managers and the Registrar will not be liable for non-dispatch of physical copies of issue materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form, or delay in the receipt of the Letter of Offer and pursuant to the DTD. The external debt in the form of senior, secured, rated, listed, redeemable non-convertible debt securities amounting to ₹ 26,500 million has been submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

LEAD MANAGER	REGISTRAR TO THE ISSUE	COMPLIANCE OFFICER
 <b>AXIS CAPITAL</b>  <b>Axis Capital Limited</b> 1st Floor, Axis House, C 2 Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025 Tel: +91 22 4325 2183 Fax: +91 22 4325 3000 E-mail: <a href="mailto:indigrd.rirights@axiscap.in">indigrd.rirights@axiscap.in</a> Investor Grievance E-mail: <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a> Website: <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a> Contact Person: Ankit Bhatia/Akash Aggarwal SEBI Registration No.: INM000012029	 <b>FINTECH</b>  <b>KFin Technologies Private Limited</b> (formerly known as "Kany Fintech Private Limited") Selenium, Tower B, Plot No. 31 and 32, Financial District, Nanakramguda, Serilingampally, Rangareddy Hyderabad 500 032, Telangana, India. Tel: +91 40 6716 2222. Fax: +91 40 2343 1551 Toll free number: 18003454001 E-mail: <a href="mailto:indigrd.rirights@kfinfintech.com">indigrd.rirights@kfinfintech.com</a> Investor Grievance E-mail: <a href="mailto:enwradr@kfinfintech.com">enwradr@kfinfintech.com</a> Website: <a href="http://www.kfinfintech.com">www.kfinfintech.com</a> Contact Person: M. Murali Krishna SEBI Registration No.: INR00000221 CIN: UT2409T2021GPT117649	<b>Swapnil Patil</b> Unit No. 101, First Floor, Windsor, Village Kolkalyan, Off CST Road, Vidyannagar Marg, Kalina, Santacruz East, Mumbai 400 098. Tel: +91 72084 93885; E-mail: <a href="mailto:complianceofficer@indigrd.co.in">complianceofficer@indigrd.co.in</a>  Bidders can contact the Compliance Officer in case of any pre-issue or post-issue related problems such as non-receipt of Allotment Advice/letter of Allotment, non-credit of Allotted Units in the respective beneficiary account, non-receipt of refund orders and non-credit of funds by electronic mode. All enquiries in connection with the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter or Application Form must be addressed (quoting the Registered Folio Number or the DP ID and Client ID number, the Application Form number and the name of the first Eligible Unitholder as mentioned on the Application Form and super scribed "India Grid Trust - Rights Issue") on the envelope and postmarked in India or in the e-mail to the Registrar.

## ADDENDUM TO THE LETTER OF OFFER DATED MARCH 23, 2021

Investors may note the following:

1. The Letter of Offer includes the Target Asset as NER II Transmission Limited ("NER") Post filing of the Letter of Offer and pursuant to the share purchase agreement dated March 2, 2021 entered between the Trustee, Sterlite Sponsor, Sterlite Grid Limited ("SGCL") and NER, 48% of the paid-up capital and management control of NER has been acquired by India Grid Trust from SGCL on March 26, 2021. With this acquisition, IndiGrid's ASB stands at over ₹ 20,000 crores and the asset portfolio now consists of 13 power transmission projects, comprising 38 power transmission lines and 11 substations with a total circuit length of approximately 1,750 kms and transmission capacity of approximately 13,550 MVA across 11 states and 1 union territory, in addition:
  - (1) One crore represents ₹10,000,000.
  - (2) IndiGrid owns 100% economic ownership in all assets (except in case of PHCTL).
2. The Letter of Offer includes the external debt proposed to be raised by IndiGrid for the purposes of acquisition of NER to be in the form of senior, secured, rated, listed, redeemable non-convertible debt securities to be issued by IndiGrid, in one or more tranches, as approved by the board of directors of the Investment Manager on March 16, 2021. In respect of such debt securities, IndiGrid (through its Investment Manager) entered into a debenture trust deed dated March 22, 2021 (the "DTD"), with IDB Trustees Services Limited for issue of debt securities amounting up to ₹ 37,000 million, in one or more tranches. Post filing of the Letter of Offer and pursuant to the DTD, the external debt in the form of senior, secured, rated, listed, redeemable non-convertible debt securities amounting to ₹ 26,500 million has been submitted by India Grid Trust through the information memorandum dated March 24, 2021.
3. Post December 31, 2020, IndiGrid has availed term loans and debt in the form of senior, secured, rated, listed, redeemable non-convertible debt securities from various banks and financial institutions, aggregating to ₹ 47,800 million (₹ 21,300 million in the form of term loans from banks and ₹ 26,500 million in the form of non-convertible debt securities) which are outstanding as of March 31, 2021. The terms and conditions of such loans are similar to the terms disclosed in the section entitled "Financial Indebtedness and Deferred Payments" beginning on page 219 of the Letter of Offer. Subsequently, we may avail further borrowings post the submission of Application Forms as submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

March 31, 2021 until listing of the Units, subject to our aggregate consolidated borrowings and deferred payments (net of cash and cash equivalents) not exceeding 10% of the Units, pursuant to the Invit Regulations.

4. The LOF, ALOF, CAF and the issue advertisements sets out the Issue Closing Dates as April 13, 2021. Due to bank holidays on April 13, 2021 and April 14, 2021, as applicable in the respective states of India, on account of certain festivities, the Investment Manager (on behalf of the Trust) on April 1, 2021 has decided to extend the Issue period to April 16, 2021. Accordingly, the Issue Closing date shall be April 16, 2021. Therefore, all references to the Issue Closing Date in the LOF, ALOF, Issue Advertisements and CAF should be read as Friday April 16, 2021. Furthermore, the Issue Schedule mentioned on page 280 stands modified as follows:

Last Date for credit of Rights Entitlements	April 12, 2021
Issue Opening Date	April 6, 2021
Last Date For On Market Renunciation of Rights Entitlement*	April 8, 2021
Issue Closing Date	April 16, 2021
Finalisation of Basis of Allotment (On or about)	April 22, 2021
Date of Allotment (On or about)	April 23, 2021
Date of Credit (On or about)	April 26, 2021
Date of Listing (On or about)	April 27, 2021

\* Eligible Unitholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Encumbrance on or prior to the Issue Closing Date.

On behalf of India Grid Trust  
**IndiGrid Investment Managers Limited**  
 (formerly, Sterlite Investment Managers Limited)  
 Sd/-  
 Compliance Officer

**Place:** Mumbai  
**Date:** April 2, 2021

India Grid Trust (acting through its Investment Manager) is proposing, subject to receipt of requisite approvals, market conditions and other considerations, a Rights Issue of its Units and has filed the Letter of Offer with the Stock Exchanges. The Letter of Offer is available on the website of the BSE at [www.bseindia.com](http://www.bseindia.com), NSE at [www.nseindia.com](http://www.nseindia.com), on India Grid Trust at [www.indigrd.co.in](http://www.indigrd.co.in) and on the website of the Lead Manager at [www.axiscapital.co.in](http://www.axiscapital.co.in). Investors should note that investment in the Units involves a degree of risk, and for details relating to the same, should refer to the Letter of Offer, including the sections entitled "Risk Factors" and "Forward-Looking Statements" on pages 56 and 17 of the Letter of Offer.

The Rights Entitlements and Units have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or any U.S. State securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (the "United States" or "U.S."), except in a transaction exempt from the registration requirements of the Securities Act. The Rights Entitlements and Units referred to in the Letter of Offer relates to, and under no circumstances is to be construed as, an offering of any Units or Rights Entitlements for sale in the United States or as a solicitation thereof in an offer to buy any of the said securities. Accordingly, the Letter of Offer should not be forwarded to or transmitted in or into the United States at any time.