

**Date:** March 2, 2023

**B S E Limited  
Department of Corporate Services**

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

**National Stock Exchange of India Ltd  
Listing Department**

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

**Security Code-** 540565

**Symbol-** INDIGRID

**Subject: Completion of acquisition of Khargone Transmission Limited**

Dear Sir/ Madam,

Further to our intimation dated January 22, 2023 and pursuant to Regulation 23(6)(a) and/ or any other applicable provisions of Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 and the circulars and guidelines issued thereunder ("InvIT Regulations"), and other applicable laws and regulations, this is to inform you that India Grid Trust ("IndiGrid") has completed the acquisition of 49% of paid-up capital and management control of Khargone Transmission Limited from Sterlite Power Transmission Limited (one of the Sponsor of IndiGrid). The remaining shareholding will be acquired in accordance with the terms of the definitive Agreement.

The disclosure of the investment is enclosed hereto as **Annexure-A**.

You are requested to take the same on record.

Thanking you,  
For and on behalf of the **IndiGrid Investment Managers Limited**  
Representing India Grid Trust as its Investment Manager

**Urmil Shah**

Company Secretary & Compliance Officer  
ACS-23423

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

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

**Registered & Corporate Office:** Unit No. 101, First Floor, Windsor, Village Kolekalyan, off CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098, Maharashtra, India **CIN:** U28113MH2010PLC308857  
**Ph:** +91 72084 93885 | **Email:** [complianceofficer@indigrid.com](mailto:complianceofficer@indigrid.com) | [www.indigrid.co.in](http://www.indigrid.co.in)

**Annexure-A**  
**Details of Asset acquired**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name of the target entity, details in brief such as size, turnover etc.	Name: Khargone Transmission Limited (“ <b>KTL</b> ”) Paid up capital: Rs. 1.56 Crore Turnover <sup>1</sup> : Rs.134.57 Crore [As of March 31, 2022]
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	In accordance with Regulation 2(1)(zv) of the InvIT Regulations, the Seller of the KTL is a related party of IndiGrid. Regulation 19(3) of the InvIT Regulations states that an approval from the Unitholders is required to be obtained (in terms of Regulation 22 of the InvIT Regulations) prior to entering into a transaction with any related party if the total value of all the related party transactions, in a financial year, pertaining to acquisition or sale of assets exceeds 5% of the value of the InvIT’s Assets. Voting by any person who is a related party in such transaction as well as associates of such person(s) shall not be considered on the specific issue.  In view of the above, the approval of IndiGrid’s unitholders has been sought through Postal Ballot. The Seller being an interested party has not participated in the voting process. The transaction is executed on arm’s length basis.
c)	Industry to which the entity being acquired belongs	Power Transmission
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	The acquisition of aforesaid power transmission asset is in line with the IndiGrid investment strategy as provided in the Trust Deed with a focus to ensure stable distribution to Unitholders by owning assets with long term contracts.
e)	Brief details of any governmental or regulatory approvals required for the acquisition.	The governmental, regulatory or any other approvals, as required, are obtained for the aforesaid acquisition.

<sup>1</sup> Represents partial year of operations.

Sr. No.	Particulars	Details
f)	Indicative time period for completion of the acquisition	IndiGrid has acquired 49% of paid-up capital and management control of Khargone Transmission Limited from Sterlite Power Transmission Limited (one of the Sponsor of IndiGrid). The remaining shareholding will be acquired in accordance with the terms of the definitive agreements
g)	Nature of consideration – whether cash consideration or share swap and details of the same;	Cash consideration
h)	Cost of acquisition or the price at which the shares are acquired;	Enterprise value not exceeding Rs. 14,975 million, subject to all other adjustments on account of movement in unrestricted cash, realizable tariff receivables over and above the normalized net working capital, other assets net of debt and other liabilities outstanding as per the management certified (and subsequently audited) financial statements submitted, and as specified in the definitive documents entered into with the seller (“Closing Adjustments”)
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	IndiGrid has acquired 49% of paid-up capital and management control of Khargone Transmission Limited from Sterlite Power Transmission Limited (one of the Sponsor of IndiGrid). The remaining shareholding will be acquired in accordance with the terms of the definitive Agreement.
j)	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)*;	KTL was incorporated on November 28, 2015. KTL entered into a TSA (the “KTL TSA”) on March 14, 2016. The project was awarded by the Ministry of Power for a 35-year period from the scheduled commercial operation date of the KTL project, on a BOOM basis. The project has 6 elements. The project has one substation element, three transmission line elements, one LILLO element and one line bay. The project is located in the state of Madhya Pradesh and Maharashtra. KTL was envisaged with the objective to improve power supply and grid reliability by delivering 1320MW of thermal power from Khargone power plant to consumers in the domestic, commercial, agricultural, and industrial segments in the state of Madhya Pradesh and Maharashtra.

\*To know more details about KTL please refer press release on the subject matter attached herewith and published on the IndiGrid website viz. [www.indigrid.co.in](http://www.indigrid.co.in)

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For Immediate Release

## **IndiGrid completes acquisition of its 15<sup>th</sup> transmission asset, Khargone Transmission Limited from Sterlite Power**

### **Key Highlights**

- Transaction involves acquisition of 100% equity shares in Khargone Transmission Company ("KTL") from Sterlite Power Transmission Limited ("SPTL").
- Share purchase agreement was signed on January 21, 2023, transaction consummated post all requisite approvals.
- Acquisition synergistic with existing 765 kV network in BDTCL as one transmission line terminates in Dhule Substation in Bhopal Dhule Transmission Company Limited (BDTCL), one of IndiGrid's portfolio asset.
- 15<sup>th</sup> accretive transmission asset acquisition since listing in 2017; to add ~INR 850 Mn of net distributable cash flow per year.

**Mumbai, Thursday, 2<sup>nd</sup> March 2023:** IndiGrid [BSE: 540565 | NSE: INDIGRID], India's first listed power sector infrastructure investment trust (InvIT), today announced the completion of acquisition of 100% shareholding and economic interest in KTL from SPTL.

IndiGrid and SPTL signed the binding share purchase agreement for the acquisition on January 21, 2023, dependent upon and pursuant to receipt of unitholders' consent, regulatory and other relevant approvals as well as completion of contractual obligations. IndiGrid received its unitholders' approval on 23<sup>rd</sup> February 2023.

Acquired at an Enterprise Value of ~INR 15 billion, the addition of KTL to the portfolio will take IndiGrid's Assets Under Management (AUM) to ~INR 227 billion and the company's overall asset base to ~8,416 ckms of Transmission Lines and ~17,550 MVA of transformation capacity.

The acquisition was funded through a combination of equity, internal accruals, and debt. The net debt/AUM stands at around 61% post this acquisition, providing adequate headroom for future growth against the 70% leverage threshold as per SEBI InvIT Regulations.

KTL is an Interstate Transmission System TBCB project and has been operating commercially since December 2021. It is a Build-Own-Operate-Maintain (BOOM) based project and has a remaining Transmission Service Agreement life of ~32 years with a levelized tariff of INR 1,591 million. The project has 6 elements consisting of one pooling stations at 765/400 kV level of 3,000 MVA capacity and four transmission lines extending over ~626 circuit kilometers. The asset spans across Madhya Pradesh and Maharashtra and terminates in one end at the Dhule substation of BDTCL, IndiGrid's subsidiary since its IPO. The project is of strategic importance for evacuation of 1,320 MW of power generated by the Khargone Power Plant to 765 kV Khandwa substation to further distribute it downstream and will strengthen the power transmission network in the Central and Western India.

Commenting on the acquisition, **Harsh Shah, Chief Executive Officer** of IndiGrid, said, “*The acquisition of KTL is in line with IndiGrid’s strategy to drive growth by adding more value accretive assets to our portfolio and further solidifies our position as a leading electric utility and a sustainable yield platform. Due to KTL’s geographical proximity to our existing BDTCL project, this acquisition provides us an operational leverage and will help us drive operational efficiency.*”

**About IndiGrid:**

IndiGrid [BSE: 540565 | NSE: INDIGRID] is the first Infrastructure Investment Trust (“InvIT”) in the Indian power sector. It owns 17 power projects, consisting of 46 transmission lines with more than ~8,416 ckms length, 13 substations with ~17,550 MVA transformation capacity and 100 MW (AC) of solar generation capacity. IndiGrid has assets under management (AUM) of over ~₹ 227 billion (~USD 2.7 billion). The investment manager of IndiGrid is wholly owned by KKR.

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

**Contacts:**

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

**Investor Relations:** [investor.relations@indigrid.com](mailto:investor.relations@indigrid.com)