



GE Power Netherlands B.V.

Westervoortsedijk 73 KB  
6827 AV Arnhem  
The Netherlands

Registration number Chamber of Commerce: 57848831

June 20, 2023

**BSE Limited**  
**Listing Compliance & Legal Regulatory**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

**National Stock Exchange of India Limited**  
**Listing Compliance**  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051

**GE T&D India Limited**  
A-18, First Floor, Okhla Industrial Area,  
Phase II New Delhi - 110020

**Sub: Intimation under Regulation 10(5) in respect of acquisition under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)**

Dear Sir/Madam,

We, the undersigned, are submitting the requisite intimation under Regulation 10(5) in respect of the proposed indirect acquisition of 75% shareholding in GE T&D India Limited by GE Power Netherlands BV pursuant to proposed merger of GE Albany Global Holdings BV into GE Power Netherlands BV. GE Power Netherlands BV and GE Albany Global Holdings BV are both wholly-owned subsidiaries of General Electric Company, USA (“GEC”), the ultimate holding company of GE T&D India Limited. Accordingly, pursuant to such acquisition, GEC would continue to remain the ultimate holding company of the GE T&D India Limited.

Please note that this proposed transaction, being *inter-se* transfer of shares between wholly-owned subsidiaries of GEC, falls within the exemption provided under Regulation 10(1)(a)(iii) of the Takeover Regulations.

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
For **GE Power Netherlands BV**

**Authorized Signatory**

**Encl.: As Above**

**Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a)(iii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	GE T&D India Limited
2.	Name of the acquirer(s)	GE Power Netherlands BV
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	<p>GE Power Netherlands BV is not a promoter of the TC.</p> <p>GE Power Netherlands BV is a wholly-owned subsidiary of General Electric Company, USA (“GEC”), the ultimate holding company of the TC. GE Power Netherlands BV and TC are ultimately controlled by the same entity i.e. GEC.</p>
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	GE Albany Global Holdings BV, a wholly-owned subsidiary of GEC
	b. Proposed date of acquisition	On or after June 29, 2023
	c. Number of shares to be acquired from each person mentioned in 4(a) above	<p>No shares of the TC are being acquired pursuant to the proposed acquisition.</p> <p>Pursuant to the Dutch law merger of GE Albany Global Holdings BV into GE Power Netherlands BV, GE Power Netherlands BV will <i>inter alia</i> indirectly acquire 75% shareholding in GE T&amp;D India Limited (TC) in the following manner:</p> <p>(i) GE Power Netherlands BV will acquire 30.38% shareholding of GE Grid Alliance BV, an entity which directly holds 6.46% shareholding of the TC and also holds 100% shareholding of Grid Equipments Private Limited which in turn holds 68.54% shareholding of the TC; and</p> <p>(ii) GE Power Netherlands BV will acquire 100% of the shareholding of GE Power Global BV, which in turn holds 69.62% shareholding of GE Grid Alliance BV.</p> <p>GEC will continue to be the ultimate holding company of the TC.</p>
	d. Total shares to be acquired as % of share capital of TC	GE Power Netherlands BV will not acquire any shares of the TC, but will acquire: (i) 30.38% shareholding of GE Grid Alliance BV; and (ii) 100% shareholding of GE Power

		Global BV, which entities indirectly hold 75% shareholding of the TC.
	e.	Price at which shares are proposed to be acquired
		Not applicable as there is no direct acquisition of shares of TC.
	f.	Rationale, if any, for the proposed transfer
		<p>The proposed acquisition is being undertaken pursuant to internal re-organization of GEC group companies. The proposed acquisition is one of the intermediate steps towards consolidation of the energy business vertical of GEC in GE Vernova LLC (currently a wholly-owned subsidiary of GEC) and spin-off of GE Vernova LLC, whereby all the then existing shareholders of GEC would be issued shares of GE Vernova LLC followed by listing of GE Vernova LLC on the stock exchanges in the United States of America (“<b>Proposed Spin-off</b>”). Further, prior to the Proposed Spin-off, it is proposed that:</p> <ul style="list-style-type: none"> <li>(i) GEC would transfer 100% of its shareholding in GE Power Netherlands BV to GE Vernova Holdings LLC, another wholly-owned subsidiary of GEC; and</li> <li>(ii) GEC would transfer 100% of its shareholding in GE Vernova Holdings LLC to GE Vernova LLC.</li> </ul> <p>The requisite intimation/ reports in respect of the subsequent intermediate steps of the Proposed Spin-off, as relevant to the TC, will be duly made to the stock exchanges and Securities and Exchange Board of India in accordance with the timelines prescribed under the Takeover Regulations.</p>
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer
		<p>Regulation 10(1)(a)(iii) of the Takeover Regulations.</p> <p>The acquirer and the transferor are both wholly-owned subsidiaries of GEC, the ultimate holding company of the TC. GE Power Netherlands BV, GE Albany Global Holdings BV and TC are ultimately controlled by the same entity i.e. GEC.</p>
6.		If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period
		Not applicable as there is no direct acquisition of shares of TC.

7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8	Not applicable			
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable	Not applicable as there is no direct acquisition of shares of TC.			
9.	Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)  The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	The transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.  Since the transferee and the transferor are not promoters or direct shareholders of the TC, no disclosures under Chapter V of the Takeover Regulations, 2011 have been made by them.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	All the conditions specified under regulation 10(1)(a) with respect to exemption has been duly complied with.			
11.	Shareholding details**	Before the proposed transaction		After the proposed transaction	
		No. of shares/ voting rights	% w.r.t. total share capital of the TC	No. of shares/ voting rights	% w.r.t. total share capital of the TC
	a. Acquirer(s) and PACs (other than sellers)*	NA	NA	NA	NA
	b. Seller(s)	NA	NA	NA	NA

**\*\* Note #1:** GE Power Netherlands BV will not acquire any shares of the TC. Pursuant to the Dutch law merger of GE Albany Global Holdings BV into GE Power Netherlands BV, GE Power Netherlands BV will inter alia acquire: (i) 30.38% shareholding of GE Grid Alliance BV, which directly holds 6.46% shareholding of the TC and also holds 100% shareholding of Grid Equipments Private Limited which in turn holds 68.54% shareholding of the TC; and (ii) 100% of the shareholding of GE Power Global BV, which in turn holds 69.62% shareholding of GE Grid Alliance BV. Pursuant to the proposed acquisition, Grid Equipments Private Limited and GE Grid Alliance BV will continue to hold 68.54% and 6.46% of the TC respectively and GEC will continue to remain the ultimate holding company of the TC.

**Note:**

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**Signature of the acquirer / Authorized Signatory**

Place:

*Amsterdam, NL*

Date:

*June 20, 2023*