

17 January, 2021

Manager (Listing),  
National Stock Exchange of India Limited,  
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai 400 051.

**Scrip Code: CESC**

The Secretary,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001.

**Scrip Code: 500084**

Dear Sirs,

**Sub: Intimation of acquisition under Regulation 30 read with Schedule III of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Further to the earlier intimation vide our letter no SEC: 12488 dated 13 January 2021 on the above subject wherein we have informed the stock exchanges about the decision of the Board of Directors of the Company to reorient and reorganize the power distribution business of the Company under Eminent Electricity Distribution Limited ('Eminent'), a wholly-owned subsidiary of the Company, Eminent has informed us that its board of directors at its meeting held today has approved a proposal for acquisition of 23.18% of the equity share capital of Noida Power Company Limited, an Associate Company of CESC.

In this regard enclosed please find Annexure A with the requisite details. Post this acquisition Noida Power Company Limited will become a subsidiary of the Company.

Yours faithfully,

For CESC Limited

**Company Secretary**

### Annexure A

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	name of the target entity, details in brief such as size, turnover etc.;	Noida Power Company Limited (NPCL), having its registered office at Electric Sub-station, Knowledge Park - IV, Greater Noida, Gautam Buddha Nagar, Uttar Pradesh- 201310 is an electricity distribution company, undertaking distribution and supply of electricity in the area of Greater Noida, Uttar Pradesh.  Turnover of NPCL for the year ended 31/03/2020: Rs.1729.79 crores.
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”;	NPCL is an Associate Company of CESC and the acquisition of equity shares of NPCL by Eminent Electricity Distribution Limited (‘Eminent’) (a wholly owned subsidiary of CESC), from STEL Holdings Limited and Shaft Investments Private Limited, two group companies, are related party transactions on an arm’s length basis.
c)	industry to which the entity being acquired belongs;	Distribution and supply of electricity.
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 Company);	Reorient and reorganize the power distribution business of the Company.
e)	brief details of any governmental or regulatory approvals required for the acquisition;	No.

f)	indicative time period for completion of the investment;	About a month.																									
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;	@Rs.325 per NPCL share																									
i)	percentage of shareholding / control acquired and / or number of shares acquired;	23.18% of NPCL shares. After the aforesaid proposed transaction, CESC's direct and indirect holding in NPCL will be 72.73%.																									
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);	<p>NPCL was incorporated on 29 June, 1992 and is engaged in the business of distribution and supply of electricity in the area of Greater Noida, Uttar Pradesh.</p> <table border="1"> <thead> <tr> <th colspan="2">History of last 3 years</th> <th colspan="3">(Rs in Cr)</th> </tr> <tr> <th>Particulars</th> <th>31.3.2018</th> <th>31.3.2019</th> <th colspan="2">31.03.2020</th> </tr> </thead> <tbody> <tr> <td>• Turnover (INR)</td> <td>1372.19</td> <td>1535.52</td> <td colspan="2">1729.79</td> </tr> <tr> <td>• Country in which the entity has presence</td> <td>India</td> <td>India</td> <td colspan="2">India</td> </tr> <tr> <td>• Any other significant information</td> <td>---</td> <td>---</td> <td colspan="2">----</td> </tr> </tbody> </table>	History of last 3 years		(Rs in Cr)			Particulars	31.3.2018	31.3.2019	31.03.2020		• Turnover (INR)	1372.19	1535.52	1729.79		• Country in which the entity has presence	India	India	India		• Any other significant information	---	---	----	
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