

Date: October 26, 2017

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: Allotment of units to Sterlite Power Grid Ventures Limited (“Sponsor”)

Dear Sir/ Madam,

This is further to our intimation and press release dated July 25, 2017 thereby informing the receipt of letter by India Grid Trust (“**IndiGrid**”) from the Sterlite Power Grid Ventures Limited (“**Sponsor**” or “**Project Manager**”) thereby requesting IndiGrid for allotment of units worth Rs.135.9 Crores to Sponsor as per the disclosure in the section entitled, “*Overview of IndiGrid – Allotment of Units to the Project Manager after completion of the Issue*” on pages 21 - 24 of the final offer document dated May 31, 2017 issued by IndiGrid in relation to the initial public offer of its units (the “**Final Offer Document**”).

The Sterlite Investment Managers Limited (“**SIML**” or “**Investment Manager**” or “**the Company**”) through its letter dated October 26, 2017 also informed that, the Board of Directors of Investment Manager has approved issuance 1,35,99,200 units by India Grid Trust to Sponsor and considered October 26, 2017 as relevant date.

In view of the above, the Board of Directors of Sterlite Investment Managers Limited acting in the capacity of Investment Manager of IndiGrid, considered the certificate issued by Statutory Auditors thereby confirming the issue price of Rs.100 per unit calculated as per Regulation 76 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the “**ICDR Regulations**”) as on the relevant date viz. October 26, 2017 and has allotted 1,35,99,200 units to Sponsor in another Board Meeting held after obtaining aforesaid certificate.

The key points in relation to the aforesaid allotment of units by IndiGrid to Sponsor are summarized below:

1. the Sponsor would be entitled to 80% of the increase in levelised transmission charges approved by Central Electricity Regulatory Commission (“**CERC**”) pursuant to petitions dated December 18, 2015 filed by Jabalpur Transmission Company Limited (“**JTCL**”), if such increase was approved within 18 months of receipt of final listing and trading approval for the units of IndiGrid (“**Units**”);
2. such payment to the Sponsor shall be in the form of Units and there will no cash payout;



3. CERC through its order dated May 8, 2017 in relation to the petition for JTCL, allowed an increase of 9.8903% per annum on the quoted non-escalable charges of the respective years for the date of commercial operation of the respective transmission lines, resulting in an increase in the cost of project by Rs. 1,699.90 million (the "**Approved Cost Escalation**");
4. the pricing for such allotment of Units to the Sponsor would be based on extant provisions of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (the "**Invit Regulations**"). However, in the absence of any specific provisions in this regard under the Invit Regulations, the pricing of Units to be issued to the Sponsor shall be based on the pricing formula provided under Regulation 76 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "**ICDR Regulations**");
5. the Sponsor would be entitled to allotment of Units for an amount equivalent to 80% of the Approved Cost Escalation (i.e. 80% of Rs. 1,699.90 million = Rs. 1359.92 million).

The Investment Manager has allotted the aforesaid units after taking on the record the certificate issued by S R B C & CO LLP, Statutory Auditors of the IndiGrid and Investment Manager thereby confirming the computation of value and issue prices of the units as per covenants mentioned in the Final Offer Document and the relevant provisions of ICDR Regulations. The Investment Manager by taking the reference of Regulation 12(3) of the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014 ("**InvIT Regulations**") has confirmed that, 15% of the aforesaid units allotted to Sponsor shall be locked-in for a period of three years from date of trading approval granted for the said units and pursuant to Regulation 12 of InvIT Regulations, the holding of Sponsor in IndiGrid, exceeding fifteen per cent. on a post issue basis, shall be held for a period of not less than one year from the date of listing of such units.

Axis Trustee Services Limited ("**the Trustee**"), has also approved the allotment of aforesaid units.

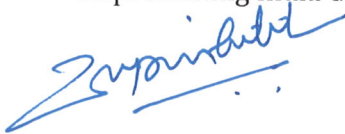
You are requested to take the same on record.

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

