

Schroder Investment Management (Singapore) Ltd
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10 November 2017

Via Fax (+91 22 2272 3121) and Mail

The Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
India

Dear Sir/Ma'am,

A Schroder fund, and a Schroder entity (as the fund manager of said fund), as a discretionary fund manager of funds/segregated mandates, have become substantial shareholders of India Grid Trust on 8 November 2017.

Further, the Schroder Group entities, as discretionary fund managers of funds/segregated mandates, have increased their shareholding position in India Grid Trust by more than 2% since their last filed position.

Please find enclosed herewith the appropriate forms pursuant to Regulations 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, for your attention.

Yours Sincerely,



Aik Ai Hua
Head of Compliance, Singapore



भारतीय प्रतिभूति और विनिमय बोर्ड Securities and Exchange Board of India

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	India Grid Trust		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1) Acquirer: Schroder Asian Asset Income Fund ("SAAI"), and Schroder Investment Management (Hong Kong) Ltd ("SIMHK") as a discretionary fund manager of funds/ segregated mandates 2) PAC: Schroder Group entities as discretionary fund managers of funds/ segregated mandates		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd, Bombay Stock Exchange Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	SIMHK and SAAI held 12,282,921 shares carrying voting rights The Schroder Group held 20,912,094 shares carrying voting rights	SIMHK and SAAI held 4.328% of the total share capital of the Target Company. Schroders Group held 7.369% of the total share capital of the Target Company.	SIMHK and SAAI held 4.328% of the total share capital of the Target Company. Schroders Group held 7.369% of the total share capital of the Target Company. *SAAI is a fund managed by SIMHK
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)			
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	a) SIMHK and SAAI acquired 2,051,406 shares carrying voting rights	SIMHK and SAAI acquired 0.723% of the total share capital of the Target Company.	SIMHK and SAAI acquired 0.723% of the total share capital of the Target Company.
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)			

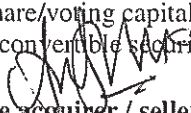


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<p>After the acquisition/sale, holding of:</p> <p>a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition e) Total (a+b+c+d)</p>	<p>Post-acquisition, SIMHK and SAAI hold 14,334,327 shares carrying voting rights of the Target Company. Schroders Group holds 22,963,500 shares carrying voting rights, of which 14,334,327 shares are held by SIMHK and SAAI.</p>	<p>Post-acquisition, SIMHK and SAAI hold 5.051% of the total share capital of the Target Company. Schroders Group holds 8.091% of the total share capital of the Target Company, of which 5.051% of the total share capital of the Target Company is held by SIMHK and SAAI.</p>	<p>Post-acquisition, SIMHK and SAAI hold 5.051% of the total share capital of the Target Company. Schroders Group holds 8.091% of the total share capital of the Target Company, of which 5.051% of the total share capital of the Target Company is held by SIMHK and SAAI.</p> <p>*The last disclosure filed for the Schroder Group was when it held 5.981% of the share capital of the Target Company on 6 June 2017.</p>
<p>Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</p>	<p>Open market acquisition</p>		
<p>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</p>	<p>08/11/2017</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition / sale</p>	<p>283,799,200</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition / sale</p>	<p>283,799,200</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>283,799,200</p>		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.


Signature of the acquirer / seller / Authorised Signatory

Place: 138 Market Street #23-01 CapitaGreen Singapore 048946

Date: 10 November 2017

*Please see attached for the updated list of PAN codes of the acquirer and PAC(s) that invest into India Grid Trust.



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Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	India Grid Trust		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1) Acquirer: Schroder Asian Asset Income Fund ("SAAI"), and Schroder Investment Management (Hong Kong) Ltd ("SIMHK") as a discretionary fund manager of funds/ segregated mandates 2) PAC: Schroder Group entities as discretionary fund managers of funds/ segregated mandates		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd, Bombay Stock Exchange Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	SIMHK and SAAI held 12,282,921 shares carrying voting rights. The Schroder Group held 20,912,094 shares carrying voting rights.	SIMHK and SAAI held 4.328% of the total share capital of the Target Company. Schroders Group held 7.369% of the total share capital of the Target Company.	SIMHK and SAAI held 4.328% of the total share capital of the Target Company. Schroders Group held 7.369% of the total share capital of the Target Company.
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by equity shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)			
Details of acquisition			
a) Shares carrying voting rights acquired	a) SIMHK and SAAI acquired 2,051,406 shares carrying voting rights.	SIMHK and SAAI acquired 0.723% of the total share capital of the Target Company	SIMHK and SAAI acquired 0.723% of the total share capital of the Target Company.

*SAAI is a fund managed by SIMHK



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<p>category) acquired</p> <p>d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>e) Total (a+b+c+/-d)</p>			
<p>After the acquisition, holding of acquirer along with PACs of:</p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by equity shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition</p> <p>d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)</p> <p>e) Total (a+b+c+d)</p>	<p>Post-acquisition, SIMHK and SAAI hold 14,334,327 shares carrying voting rights of the Target Company. Schroders Group holds 22,963,500 shares carrying voting rights, of which 14,334,327 shares are held by SIMHK and SAAI.</p>	<p>Post-acquisition, SIMHK and SAAI hold 5.051% of the total share capital of the Target Company. Schroders Group holds 8.091% of the total share capital of the Target Company, of which 5.051% of the total share capital of the Target Company is held by SIMHK and SAAI.</p>	<p>Post-acquisition, SIMHK and SAAI hold 5.051% of the total share capital of the Target Company. Schroders Group holds 8.091% of the total share capital of the Target Company, of which 5.051% of the total share capital of the Target Company is held by SIMHK and SAAI.</p>
<p>Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p>	<p>Open market acquisition</p>		
<p>Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>	<p>N/A</p>		
<p>Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.</p>	<p>8 November 2017</p>		
<p>Equity share capital / total voting capital of the TC before the said acquisition</p>	<p>283,799,200</p>		
<p>Equity share capital/ total voting capital of the TC after the said acquisition</p>	<p>283,799,200</p>		
<p>Total diluted share/voting capital of the TC after the said acquisition</p>	<p>283,799,200</p>		