

Date: September 19, 2018

To,  
Ms. Richa Agarwal  
Dy. General Manager  
Division of Funds I - Investment Management Department  
Securities and Exchange Board of India  
SEBI Bhavan, Plot No. C4-A,  
G Block, Bandra Kurla Complex,  
Mumbai - 400 021, INDIA

**Subject: Registration of India Grid Trust as an Infrastructure Investment Trust pursuant to the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014**

**Re: Proposed amalgamation of Sterlite Power Grid Ventures Limited with Sterlite Power Transmission Limited**

Dear Madam,

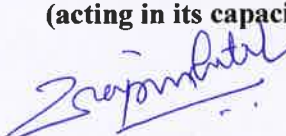
This is in reference to the registration granted to India Grid Trust (“**IndiGrid**”), by the Securities and Exchange Board of India (“**SEBI**”) as an Infrastructure Investment Trust under the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 (the “**InvIT Regulations**”) bearing registration number IN/InvIT/16-17/0005 dated November 28, 2016.

In accordance with Regulation 7(b) of the InvIT Regulations, we wish to inform you, and request you to kindly take on record, a proposed amalgamation of Sterlite Power Grid Ventures Limited (“**SPGVL**”), the sponsor and project manager of IndiGrid, with Sterlite Power Transmission Limited (“**SPTL**”), the holding company of SPGVL. We have been informed by SPGVL that, a scheme of amalgamation has been filed before the National Company Law Tribunal, Mumbai Bench (“**NCLT**”) on July 17, 2018, which had been admitted by NCLT on September 12, 2018. Subject to necessary regulatory and corporate approvals as applicable, upon completion of the amalgamation, SPGVL will cease to exist and all its assets and liabilities will be transferred to SPTL. Accordingly, upon completion of the amalgamation SPTL will act as the sponsor and project manager to IndiGrid.

We undertake to update SEBI all information specified in Form A Schedule I of the InvIT Regulations in relation to a sponsor and project manager of an infrastructure investment trust, upon completion of the amalgamation pursuant to which SPTL will assume the role of the sponsor and project manager of IndiGrid. Further, we also confirm that all units that are presently held by SPGVL and locked-in pursuant to the initial public offer of IndiGrid, in terms of the InvIT Regulations, will be transferred to SPTL and will continue to be locked-in for the periods specified under the InvIT Regulations.

This is for your information and records.

Yours sincerely,  
**For Sterlite Investment Managers Limited**  
**(acting in its capacity as the investment manager of India Grid Trust)**

  
**Swapnil Patil**  
Company Secretary and Compliance Officer

CC: **Axis Trustee Services Limited**  
The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg,  
Dadar West, Mumbai- 400 028, Maharashtra, India



**Corporate Office:** F-1, The Mira Corporate Suites, 1 & 2, Ishwar Nagar, Mathura Road, New Delhi – 110 065