

SEC-1/187(2)/2019/ 326

October 19, 2019

<b>Listing Department,</b> National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), <b>Mumbai – 400 051.</b>	<b>Corporate Relationship Department</b> BSE Limited 1 <sup>st</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort, <b>Mumbai – 400 001.</b>
<b>Scrip Code-- RECLTD</b>	<b>Scrip Code—532955</b>

**Sub: Approval of Board of Directors for sale & transfer of subsidiaries of REC Transmission Projects Company Limited (RECTPCL) and REC Limited.**

Dear Sir(s),

REC Transmission Projects Company Limited (RECTPCL) acts as the “Bid Process Coordinator” for selection of Transmission Service Provider(s), through Tariff Based Competitive Bidding (TBCB) process for independent inter-state and intra-state transmission projects allocated by the Ministry of Power, Government of India and State Governments from time to time. In order to initiate development of each of such independent transmission project allocated to it, RECTPCL incorporates project-specific Special Purpose Vehicle (SPV) as its wholly-owned subsidiary, which is also a wholly-owned subsidiary of REC. Further, such SPVs are subsequently transferred along with all assets and liabilities to the successful bidder(s) selected through TBCB process.

In compliance with Regulation 30 of SEBI (LODR) Regulations, 2015, it is hereby informed that the Board of Directors of REC Limited in its 463<sup>rd</sup> meeting held on October 19, 2019, *inter-alia* approved the proposals for sale and transfer of Rampur Sambhal Transco Limited, Lakadia Banaskantha Transco Limited and Jam Khambaliya Transco Limited to the successful bidders, selected through Tariff Based Competitive Bidding Process as detailed below:-

Sl. No.	Particulars	Details
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year.	Negligible.
2.	Date on which the agreement for sale has been entered into.	The process for sale of the said SPVs to the Successful Bidder(s) is expected to complete in the Financial Year 2019-20.
3.	The expected date of completion of sale/disposal.	
4.	Consideration received from such sale/disposal.	

**Regional Offices :** Bangalore, Bhopal, Bhubaneswar, Chennai, Guwahati, Hyderabad, Imphal, Jaipur, Jammu, Kolkata, Lucknow, Mumbai, Panchkula, Patna, Raipur, Ranchi, Thiruvananthapuram & Vijayawada

**State Offices :** Dehradun, Itanagar, Shillong, Shimla, Vadodara & Varanasi

**Training Centre :** REC Institute of Power Management & Training (RECIPMT), Hyderabad

5.	Brief details of buyer and whether the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.	<b>Sl. No.</b>	<b>Name of the SPV</b>	<b>Name of Successful Bidder</b>
		1.	Rampur Sambhal Transco Limited	M/s Power Grid Corporation of India Limited.
		2.	Lakadia Banaskantha Transco Limited	M/s Adani Transmission Limited.
		3.	Jam Khambaliya Transco Limited	M/s Adani Transmission Limited.
		It is pertinent to mention that none of the successful Bidders as mentioned above belong to Promoter and Promoter group. Further, Power Grid Corporation of India Limited is a Government of India Enterprise under Ministry of Power and listed on National Stock Exchange of India Limited & BSE Limited.		
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	The transaction does not fall within the purview of related party transaction.		
7.	Whether the transaction is in the nature of Slump Sale.	The proposal for sale and transfer of the wholly-owned subsidiaries of RECTPCL and REC, to the Successful Bidders as per details given in Point No. 5 above, is not in the nature of slump sale.  Further, the consideration for sale & transfer of SPVs is determined in accordance with the Guidelines issued, from time to time, by the Ministry of Power, Government of India.		

This is for your kind information and dissemination.

Thanking you,

Yours faithfully,



(J.S. Amitabh)  
Executive Director & Company Secretary