



ATSL/CO/16-17/4887  
16<sup>th</sup> January, 2017

To,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

Dear Sir,

**Re.: Diamond Power Infrastructure Limited (Company) – Pledge of shares in favour of Axis Trustee Services Limited (Pledgee/Security Trustee/Agent).**

We write in our capacity as Security Trustee/Agent for:

- (i) Acting as Security Trustee for below mentioned loan facility sanctioned to the Company:
  - (a) Term Loan aggregating to Rs. 1078.31 Crores;
  - (b) ECB Loan aggregating to USD 17.63 Million equivalent to Rs. 109.30 Crores and
  - (c) Working Capital Loan aggregating to Rs. 1566 Crores.
- (ii) Acting as Agent for Unit Trust of India Investment Advisory Services Limited (Debenture Trustee) for Non-Convertible Debenture aggregating to Rs. 105.97 Crores issued by the Company.

In this connection, pursuant to Regulation 29(2) of SEBI (SAST) Regulations 2011, we submit the enclosed disclosure in respect of the equity shares of Diamond Power Infrastructure Limited pursuant to pledge of shares in our favour as Security Trustee/Agent by the pledgers. We wish to clarify that we don't hold any beneficial interest in the shares and the shares have been pledged in our capacity as Security Trustee/Agent pursuant to Regulation 29 of SEBI (SAST) Regulations 2011.

We request you to take the same on record and acknowledge the same.

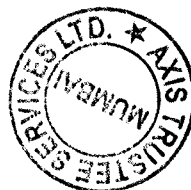
Thanking you,  
**For Axis Trustee Services Limited**

  
Authorised Signatory

Encl.: As above

**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Diamond Power Infrastructure Limited		
Name(s) of the acquirer/pledgee and Persons Acting in Concert (PAC) with the acquirer/pledgee	<p>Axis Trustee Services Limited (ATSL) acting:</p> <p>(a) as Security Trustee/Agent for Term Loan aggregating to Rs. 1078.31 Crores; ECB Loan aggregating to USD 17.63 Million equivalent to Rs. 109.30 Crores and Working Capital Loan aggregating to Rs. 1566 Crores, all sanctioned to the Target Company.</p> <p>(b) as Agent for Unit Trust of India Investment Advisory Services Ltd. (Debenture Trustee) for non-convertible debenture aggregating to Rs. 105.97 issued by the Target Company.</p>		
Whether the acquirer/pledgee belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Ltd.		
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
<b>Before the acquisition / disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	18263636	26.46	26.46
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to	Nil	Nil	Nil



receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a + b + c + d)	18263636	26.46	26.46
<b>Details of acquisition/disposal</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	12507166 (Shares Pledged)	18.12	18.12
c) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares released by the acquirer/pledgee	Nil	Nil	Nil
e) Total (a + b + c +/- d)	12507166	18.12	18.12
<b>After the acquisition/disposal, holding of:</b>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) Shares encumbered with the acquirer/pledgee	30770802 (Shares Pledged)	44.58	44.58
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a+b+c+d)	30770802	44.58	44.58
Mode of acquisition / disposal (e.g. open market / off-market / public issue / rights	Acquisition of shares pursuant to pledge of shares		



issue / preferential allotment / inter-se transfer etc).	
Date of acquisition / sale or disposal of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	6,012,727 December 14, 2016 6,012,727 December 26, 2016
Equity share capital / total voting capital of the TC before the said acquisition/ sale	69025949 as on December 31, 2016
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	69025949 as on December 31, 2016
Total diluted share/voting capital of the TC after the said acquisition	69025949 as on December 31, 2016

For **Axis Trustee Services Limited**  
(Pledgee – Security Trustee/Agent)



Authorised Signatory