Reliance Infrastructure Limited
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Near Devidas Telephone Exchange
Borivali (W)
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CIN: L99999MH1929PLC001530

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March 16, 2016

The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeeboy Towers
Dalal Street, Fort,
Mumbai 400 001
Fax No.: 22722037/39/41/61/3121/3719
BSE Scrip Code: 500390

The Assistant Vice President
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot no.C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051
Fax No.: 26598237/38
NSE Scrip Symbol: RELINFRA

Dear Sirs,

Sub: **Scheme of Arrangement between Reliance Infrastructure Limited and Reliance Electric Generation and Supply Private Limited and their respective shareholders and creditors**

We wish to inform you that the Board of Directors at its meeting held today has approved a Scheme of Arrangement between Reliance Infrastructure Limited ("RInfra" or "the Company") and Reliance Electric Generation and Supply Private Limited ("REGSPL") and their respective shareholders and creditors subject to requisite approvals.

We enclose herewith the prescribed information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no CIR/CFD/CMD/4/2015 dated September 09, 2015.

Please inform your members accordingly.

Yours faithfully
For Reliance Infrastructure Limited

Ramesh Shenoy
Company Secretary

Reliance Infrastructure Ltd. Mumbai

Encl: As above

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Disclosure of events and information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular no CIR/CFD/CMD/4/2015 dated September 9, 2015

a. Brief details of the division(s) to be demerged

Mumbai Power Generation, Transmission and Distribution Division, Goa Power Station Division, Samalkot Power Station Division and Windmill Division of the Company to be transferred to Reliance Electric Generation and Supply Private Limited ("REGSPL") pursuant to the Scheme of Arrangement under sections 391-394 of the Companies Act, 1956.

b. Turnover of the demerged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year / based on financials of the last financial year

Particulars	Turnover (Rs. in Crore)	% of the total turnover of the Company
Mumbai Power Generation, Transmission and Distribution Division	7,640.52	63.15
Goa Power Station Division	41.71	0.34
Samalkot Power Station Division	45.66	0.38
Windmill Division	9.75	0.08

c. Rationale for demerger

This Scheme of Arrangement is envisaged with a view to achieving the following benefits:

- Increasing shareholders' value by leveraging diversified investment opportunities;
- Attribution of appropriate risk and valuation to different businesses based on their respective risk-return profile and cash flows;
- Pooling of resources at the Company level and allocation of capital to each of the businesses based on the risk-return;
- Simplified and transparent business structure resulting into better management control on the businesses and achieving operational synergies.

d. Brief details of change in shareholding pattern (if any) of all entities

There will be no change in the shareholding pattern of the Company and of REGSPL pursuant to the proposed Scheme of Arrangement.

Reliance Infrastructure Ltd. Mumbai

RELIANCE

e. In case of cash consideration – amount or otherwise share exchange ratio

Upon the Scheme of Arrangement coming into effect and in consideration of the transfer and vesting of Mumbai Power Generation, Transmission and Distribution Division, Samalkot Power Station Division, Goa Power Station Division and Windmill Division of the Company with the REGSPL on a going concern basis pursuant to provisions of the Scheme and applicable law, REGSPL shall pay aggregate lump sum cash consideration of Rs 6,282.50 crore to the Company.

f. Whether listing would be sought for the resulting entity.

No.

Reliance Infrastructure Ltd. Mumbai