



2nd May 2019
BJ/SH-L2/

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Bldg., P. J. Towers
Dalal Street, Fort
Mumbai – 400 001.
Scrip Code: 500400

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051.
Symbol: TATAPOWER EQ

Dear Sirs,

Modified Scheme of arrangement

The Board, at its meeting held on 29th March 2018, had approved the Scheme of Arrangement ('Scheme') to sell the Company's Strategic Engineering Division ('SED Division') to Tata Advanced Systems Limited (TASL or Transferee Company) as a 'going concern' on a slump sale basis.

The Company and Transferee Company have filed the petitions before National Company Law Tribunal (NCLT), Mumbai Bench and Hyderabad Bench respectively, for final hearing.

In terms of Clause 17(b) of the Scheme, the conditions precedent, as mentioned under clause 17(a), are required to be complied with within a period of 1 (one) year from the Commencement Date. The "Commencement Date" in terms of the Scheme is 26th April 2018.

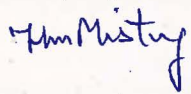
NCLT, Mumbai Bench, vide its order dated, 22nd April 2019, has *inter alia* noted that the Company has sought time to amend the concerned clause in the Scheme that shall result in modification of the period within which the conditions precedent in clause 17(a) of the Scheme shall be fulfilled from the Commencement Date.

The Board of Directors of the Company, at its meeting held today, has passed necessary resolution to partially amend the clause 17(b) of the Scheme of Arrangement ('Modified Scheme of Arrangement'). The first sentence of Clause 17(b) of the Scheme shall be read as following:

'In the event any of the approvals or conditions enumerated in Clause 17(a) are not obtained or complied within two years from the Commencement Date or such other date as the Transferor Company and the Transferee Company or their Boards of Directors may agree in writing, or if for any other reason, this Scheme cannot be implemented, then the Board of Directors of the Transferee Company may waive the condition set out in Clause 17(a)(vii) to the extent permitted under Applicable Laws.'

Kindly take the same on your record.

Yours faithfully,
For The Tata Power Company Limited


Company Secretary

Encl.: as above

TATA POWER

The Tata Power Company Limited

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