



मनोहर बलवानी
कम्पनी सचिव

MANOHAR BALWANI
Company Secretary

पावर फाइनेंस कार्पोरेशन लिमिटेड
POWER FINANCE CORPORATION LTD.
(भारत सरकार का उपक्रम) (A Govt. of India Undertaking)

No. CS:1:05:374:4:ACQ

28th March, 2019

National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051	BSE Ltd. Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI – 400 001
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Sub: Disclosures under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011– Intimation to Stock Exchanges in respect of acquisition

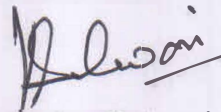
Dear Sirs,

Please find enclosed herewith disclosures under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with regard to acquisition of 103,93,99,343 equity shares of REC Ltd. (representing 52.63% of the share capital of REC Limited) by PFC from President of India.

This is for your kind information and record please.

Thanking you

Yours faithfully
For POWER FINANCE CORPORATION LIMITED


(Manohar Balwani)
Company Secretary

Enclosed: as above

Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	REC Limited
2.	Name of the acquirer(s)	Power Finance Corporation Limited
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange, Bombay Stock Exchange
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	<p>The Cabinet Committee on Economic Affairs in its meeting held on dt. 6th December, 2018, granted its 'in-principle' approval to the proposal of Department of Investment and Public Asset Management, Ministry of Finance, for the strategic sale of the government of India's existing 52.63% of total paid-up equity shareholding in Rural Electrification Corporation (REC) to Power Finance Corporation Limited (PFC) along with transfer of management control.</p> <p>In furtherance to the decision of the Cabinet Committee on Economic Affairs, requisite approvals were obtained from the Board of Directors & shareholders of PFC, SEBI, RBI and CCI and the acquisition has been completed by PFC accordingly.</p> <p>This decision would enable increased efficiencies in lending processes and policies across both the institutions and would create substantial public value by offering better loan products to the power sector. A common management thread between the two institutions would lead to better cross fertilization of specific institutional expertise in diverse areas, across rural and urban areas, as well as between generation, transmission, renewable & distribution sub-sectors. The convergence between the entities as combined group entities would help the power sector reap benefits from a decentralized outreach of REC Ltd. and a professional project finance expertise of PFC. Further, the ensuing diversification of assets of the group, as well as portfolio risk would help these institutions manage the resolution of stressed power sector assets in a better and coordinated manner.</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes 20 th March, 2019			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
a.	Name of the transferor / seller	President of India		Yes	
b.	Date of acquisition	28 th March, 2019		Yes	
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	103,93,99,343 equity shares of face value of Rs. 10		Yes	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	52.63%		Yes	
e.	Price at which shares are proposed to be acquired / actually acquired	Rs. 139.5036 per share; Total consideration of Rs. 14499,99,50,186/-		Yes	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% wrt total share capital of TC
a	Each Acquirer / Transferee(*)	95,904	0.0049%	1,03,94,95,247	52.6349%
b	Each Seller / Transferor	103,93,99,343	52.63%	0	0

dt: 28-03-2019
Place: N. Delhi

कुते पावर फाइनेंस कॉर्पोरेशन लि.
For Power Finance Corporation Ltd.


(MANOHAR BALWANI)
कंपनी सचिव / Company Secretary