



Invitation for Expression of Interest

Date: November 29, 2018

Sale of Renewable Energy Assets / Businesses of IL&FS Group

Pursuant to the Report on Progress and Way Forward dated October 30, 2018 (“**Report**”) submitted by Infrastructure Leasing & Financial Services Limited (“**IL&FS**”) to the Ministry of Corporate Affairs, Government of India and which, in turn, was filed with the Hon’ble National Company Law Tribunal Mumbai (Special) Bench (“**NCLT**”), expressions of interest (“**EOI**”) are invited for a potential acquisition of controlling stake(s) (“**Stake(s)**”) held by IL&FS Group in renewable energy assets / businesses comprising:

- (i) operating wind power generating plants with aggregate capacity of 873.5 MW;
- (ii) asset management services for the operating wind power generating plants;
- (iii) under construction wind power generating plants with aggregate capacity of 104 MW;
- (iv) business division conducting project development and implementation of wind power generating plants;
- (v) special purpose vehicle which has developed, operates and maintains solar power generating plants against fixed cash inflows; and
- (vi) business division conducting project development and implementation of solar power generating plants and projects under development of approximately 300 MW capacity solar power plants for corporates.

The proposed sale of Stake(s) held by IL&FS Group in the aforesaid assets / businesses may be carried out as a basket / individually or in any combination thereof (“**Potential Transaction(s)**”) and the process for the Potential Transaction(s) are an integral part of the steps outlined in the Report, and are expected to assist the Board of Directors of IL&FS appointed pursuant to the orders of the NCLT in October 2018 (“**Board**”), in part, in evolving the resolution plan(s) outlined in the Report.

EOIs are sought by the Board from applicants interested in the Potential Transaction(s). Consummation of any transaction pursuant to the process initiated by this advertisement will be subject to requisite approvals, including, the approval of the Board, approvals of the Board of the Directors of IL&FS’ Group companies participating in the Potential Transaction(s), approvals required under applicable law and approval of the NCLT. The Board has engaged **Arpwood Capital Private Limited and JM Financial Limited** to assist in the Potential Transaction(s).

Interested parties may refer to www.ilfsindia.com/ad/ for details in relation to the opportunity (including the basket of assets / businesses that can potentially be acquired), the eligibility criteria, preliminary teaser, prescribed format of the EOI and other terms and conditions. Applicants fulfilling the eligibility criteria can submit the EOI in the prescribed format, along with the relevant supporting documents, latest by **5 PM Indian Standard Time on Monday, December 10, 2018**.

IL&FS reserves the right to suspend, modify or terminate the Potential Transaction(s) at any time without providing any reasons or incurring any liability to any party.