

DCS/COMP/SB/IP/032/20-21
August 25, 2020

The Company Secretary
GMR Warora Energy Limited
701/704, 7th Floor, Naman Centre,
A-Wing, BKC (Bandra Kurla Complex),
Bandra, Mumbai-400 051

Dear Sir/Madam,

Re: In Principle approval for modification in terms of 750 Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of the face value of Rs. 10 Lakhs each, aggregating upto Rs. 75 Crores

We acknowledge the receipt of your application dated August 24, 2020 seeking In-Principle approval for modifying the terms of 750 Secured, Rated, Listed, Redeemable, Non-Convertible Debentures having a face value of Rs. 10 Lakhs each, aggregating upto Rs. 75 Crores listed with the Exchange, in terms of Regulation 59(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In this regard, the Exchange is pleased to grant In-principle approval for the modification as stated in Annexure A for below Scrip Codes:

Sr. No.	Scrip Codes	ISIN
1	951013	INE124L07014
2	951014	INE124L07022
3	951015	INE124L07030

Exchange will give effect to the aforesaid modifications in the terms of the NCDs subject to Company fulfilling the following conditions:

1. Submission of letter/s issued by National Securities Depository Ltd. and/or Central Depositories Services (India) Ltd. confirming the proposed modifications in the structure/terms of the NCDs.
2. Certified true copy of the In-principle approval received from National Stock Exchange (if applicable)
3. Compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on date.

4. Compliance with applicable provisions of the Companies Act, 2013 and other applicable laws

Compliance with change in the guidelines, regulations, directions of the Exchange or any statutory authorities, documentary requirements from time to time

The Exchange reserves its right to withdraw its In-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/ Regulations issued by the statutory authorities etc.

This In-principle approval is valid for a period of 3 months from the date of issue of this letter.

Yours faithfully,

Sd/-
Rupal Khandelwal
Senior Manager

Sd/-
Shelly Bisht
Asst. Manager