

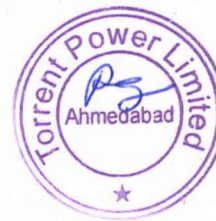
1. Name of Listed Entity: **Torrent Power Limited**
2. Scrip Code/Name of Scrip/Class of Security: TORNTPOWER
3. Share Holding Pattern Filed under: 31b
4. Share Holding Pattern as on : 31-Dec-2019
5. **Declaration:** The Listed entity is required to submit the following declaration to the extent of submission of information:-

Sr. No.	Particulars	Yes/No	
1	Whether the Listed Entity has issued any partly paid up shares?	No	
2	Whether the Listed Entity has issued any Convertible Securities?	No	
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	
4	Whether the Listed Entity has any shares in locked-in?	Yes	Public Group
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	Promoter and Promoter Group
6	Whether the Listed Entity has issued any differential Voting Rights?	No	
7	Whether the Listed Entity has issued any Warrants?	No	
8	Whether the listed entity has any significant beneficial owner?	No	



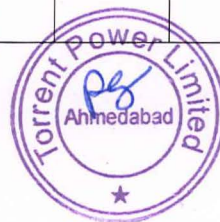
Table I - Summary Statement holding of specified securities

Category (I)	Category of share-holder (II)	Nos. of share- holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+ (VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial- ized form (XIV)
								(IX)						No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								As a % of (A+B+C2)			No of Voting Rights							
							Class eg: X			Class eg:y	Total							
A	Promoter & Promoter Group	4	257443318	0	0	257443318	53.57	257443318	0	257443318	53.57	0	53.57		0	124960364	48.54	257443318
B	Public	112175	223173466	0	0	223173466	46.43	223173466	0	223173466	46.43	0	46.43	1410	0	0	0	210436068
C	Non Promoter- Non Public	0	0	0	0	0		0	0	0	0	0	0	0	0	0	0	0
C1	Shares underlying DRs	0	0	0	0	0		0	0	0	0	0	0		0	0	0	0
C2	Shares held by Employee Trusts	0	0	0	0	0	0	0	0	0	0	0	0		0	0	0	0
		112179	480616784	0	0	480616784	100.00	480616784	0	480616784	100	0	100	1410	0	124960364	26.00	467879386



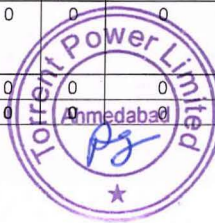
A. Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Sr. No.	Category of shareholder (I)	PAN (II)	Nos. of shareholders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Share holding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial -ized form (XIV)
									(IX)						No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
									As a % of (A+B+C2)	No of Voting Rights		Total as a % of Total Voting rights							
									Class eg: X	Class eg: y	Total								
1	Indian																		
a	Individuals/Hindu undivided Family		3	21007	0	0	21007	0	21007	0	21007	0	0	0	0	0	0	21007	
	Jinal Sudhir Mehta		1	8000	0	0	8000	0	8000	0	8000	0	0	0	0	0	0	8000	
	Sudhir Uttamlal Mehta		1	6882	0	0	6882	0	6882	0	6882	0	0	0	0	0	0	6882	
	Samir Uttamlal Mehta		1	6125	0	0	6125	0	6125	0	6125	0	0	0	0	0	0	6125	
b	Central Government/ State Government(s)		0																
c	Financial Institutions/ Banks		0																
d	Any Other (specify)		1	257422311	0	0	257422311	53.56	257422311	0	257422311	53.56	0	53.56	0	124960364	48.54	257422311	
	Bodies Corporate		1	257422311	0	0	257422311	53.56	257422311	0	257422311	53.56	0	53.56	0	124960364	48.54	257422311	
	Torrent Private Limited		1	257422311	0	0	257422311	53.56	257422311	0	257422311	53.56	0	53.56	0	124960364	48.54	257422311	
	Sub-Total (A)(1)		4	257443318	0	0	257443318	53.57	257443318	0	257443318	53.57	0	53.57	0	124960364	48.54	257443318	
2	Foreign																		
a	Individuals (Non-Resident Individuals/ Foreign Individuals)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
b	Government		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
c	Institutions		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
d	Foreign Portfolio Investor		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
e	Any Other (specify)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Sub-Total (A)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		4	257443318	0	0	257443318	53.57	257443318	0	257443318	53.57	0	53.57	0	124960364	48.54	257443318	

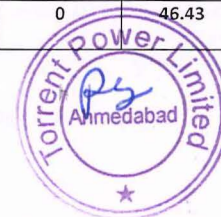


B. Table III - Statement showing shareholding pattern of the Public shareholder

Sr. No.	Category of share-holder (I)	PAN (II)	Nos. of share-holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Share holdin g as a % of total no. of shares (calculated as per SCRR, 1957) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholdin g, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerial -ized form (XIV)
									(IX)						No. (a)	As a % of total shar es held (b)	No. (a)	As a % of total shares held (b)	
									No of Voting Rights			Total as a % of Total Voting rights							
								Class eg: X	Class eg:y	Total									
1	Institutions																		
a	Mutual Funds/		23	73907121	0	0	73907121	15.38	73907121	0	73907121	15.38	0	15.38	0	0	0	0	73907121
	Axis Mutual Fund Trustee Limited A/C Axis Mutual Fund A/C Axis Long Term Equity Fund		1	28401799	0	0	28401799	5.91	28401799	0	28401799	5.91	0	5.91	0	0	0	0	28401799
	SBI Focused Equity Fund		1	15284325	0	0	15284325	3.18	15284325	0	15284325	3.18	0	3.18	0	0	0	0	15284325
	UTI-Mid Cap Fund		1	9003056	0	0	9003056	1.87	9003056	0	9003056	1.87	0	1.87	0	0	0	0	9003056
	Franklin India Prima Fund		1	5538531	0	0	5538531	1.15	5538531	0	5538531	1.15	0	1.15	0	0	0	0	5538531
	Reliance Capital Trustee Co Ltd-A/C Nippon India Large Cap Fund		1	5261923	0	0	5261923	1.09	5261923	0	5261923	1.09	0	1.09	0	0	0	0	5261923
b	Venture Capital Funds		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
c	Alternate Investment Funds		1	44709	0	0	44709	0.01	44709	0	44709	0.01	0	0.01	0	0	0	0	44709
d	Foreign Venture Capital Investors		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e	Foreign Portfolio Investors		161	38893579	0	0	38893579	8.09	38893579	0	38893579	8.09	0	8.09	0	0	0	0	38893579
f	Financial Institutions/ Banks		33	3412702	0	0	3412702	0.71	3412702	0	3412702	0.71	0	0.71	0	0	0	0	3348901
g	Insurance Companies		7	11285270	0	0	11285270	2.35	11285270	0	11285270	2.35	0	2.35	0	0	0	0	11285270
	HDFC Life Insurance Company Limited		1	8419893	0	0	8419893	1.75	8419893	0	8419893	1.75	0	1.75	0	0	0	0	8419893
h	Provident Funds/ Pension Funds		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
i	Any Other (specify)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	Sub-Total (B)(1)		225	127543381	0	0	127543381	26.54	127543381	0	127543381	26.54	0	26.54	0	0	0	0	127479580
2	Central Government/ State Government(s)/ President of India		3	7057951	0	0	7057951	1.47	7057951	0	7057951	1.47	0	1.47	0	0	0	0	901
	The Governor Of Gujarat		1	7057050	0	0	7057050	1.47	7057050	0	7057050	1.47	0	1.47	0	0	0	0	901
	Sub-Total (B)(2)		3	7057951	0	0	7057951	1.47	7057951	0	7057951	1.47	0	1.47	0	0	0	0	901

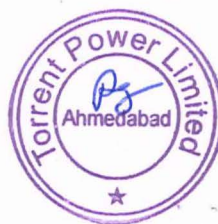


Sr. No.	Category of share-holder (I)	PAN (II)	Nos. of share-holders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Share holding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
									(IX)						No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
									As a % of (A+B+C2)	No of Voting Rights									
									Class eg: X	Class eg: y	Total								
3	Non-institutions		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
a	Individuals -		105021	35211034	0	0	35211034	7.33	35211034	0	35211034	7.33	0	7.33	1410	0	0	0	29671054
i	Individual shareholders holding nominal share capital up to Rs. 2 lakhs.		104870	27764546	0	0	27764546	5.78	27764546	0	27764546	5.78	0	5.78	1410	0.01	0	0	23002846
ii	Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.		151	7446488	0	0	7446488	1.55	7446488	0	7446488	1.55	0	1.55	0	0	0	0	6668208
b	NBFCs registered with RBI		3	1975	0	0	1975	0	1975	0	1975	0	0	0	0	0	0	0	1975
c	Employee Trusts		2	6786	0	0	6786	0	6786	0	6786	0	0	0	0	0	0	0	6786
d	Overseas Depositories (holding DRs) (balancing figure)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
e	Any Other (specify)		6921	53352339	0	0	53352339	11.10	53352339	0	53352339	11.10	0	11.10	0	0	0	0	53275772
	Bodies Corporate		499	49037508	0	0	49037508	10.20	49037508	0	49037508	10.20	0	10.20	0	0	0	0	49037508
	Gujarat State Financial Services Ltd		1	46871621	0	0	46871621	9.75	46871621	0	46871621	9.75	0	9.75	0	0	0	0	46871621
	Clearing Members		133	208774	0	0	208774	0.04	208774	0	208774	0.04	0	0.04	0	0	0	0	208774
	Foreign Nationals		2	1870	0	0	1870	0	1870	0	1870	0	0	0	0	0	0	0	1870
	HUF		1604	895434	0	0	895434	0.19	895434	0	895434	0.19	0	0.19	0	0	0	0	895434
	IEPF		1	1914278	0	0	1914278	0.4	1914278	0	1914278	0.4	0	0.4	0	0	0	0	1914278
	Non-Resident Indian (NRI)		4654	1145552	0	0	1145552	0.23	1145552	0	1145552	0.23	0	0.23	0	0	0	0	1069010
	Others		1	25	0	0	25	0	25	0	25	0	0	0	0	0	0	0	0
	Trusts		27	148898	0	0	148898	0.03	148898	0	148898	0.03	0	0.03	0	0	0	0	148898
	Sub-Total (B)(3)		111947	88572134	0	0	88572134	18.43	88572134	0	88572134	18.43	0	18.43	1410	0	0	0	82955587
	Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)		112175	223173466	0	0	223173466	46.43	223173466	0	223173466	46.43	0	46.43	1410	0	0	0	210436068



C. Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

Sr. No.	Category of shareholder (I)	PAN (II)	Nos. of shareholders (III)	No. of fully paid up equity shares held (IV)	No. of Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
									(IX)						No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								As a % of (A+B+C2)	No of Voting Rights			Total as a % of Total Voting rights							
	Class eg: X	Class eg: y	Total																
1	Custodian/DR Holder		0	0	0	0	0		0	0	0	0	0	0	0	0	0	0	
2	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total Non-Promoter-Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0		0	0	0	0	0	0	0	0	0	0	
	Total (A+B+C2)		112179	480616784	0	0	480616784	100.00	480616784	0	480616784	100.00	0	0	1410	0	124960364	26.00	467879386



Explanatory Notes:

A. Encumbrance on Shares held by Promoter

Torrent Pvt. Ltd. ("Promoter"), as promoter of Torrent Power Ltd. ("TPL") has executed "Non-Disposal Undertakings" ("NDUs") in respect of 12,49,60,364 equity shares held by it in TPL, for the benefit of specified lenders, for loans granted by them to TPL.

Also, Promoter of TPL has accepted covenant in respect of 12,49,60,364 equity shares held by it in TPL, for the benefit of specified debentureholders.

The primary obligation undertaken by the Promoter in such NDUs / covenants is to hold and continue to hold atleast 26% of equity share capital of TPL during the period such loans / debentures are outstanding. The NDUs / covenants do not create pledge or similar security charge on equity shares which are subject matter of the NDUs / covenants.

The sole purpose of executing the NDUs / accepting covenants is to provide comfort to such lenders / debentureholders that the Promoter will continue to hold atleast 26% equity shares in TPL during the period of such loans / debentures.

Promoter has executed multiple NDUs / accepted various covenants in respect of several loans / debentures taken by TPL; however cumulatively these NDUs / covenants obliges the Promoter for 26% of the equity shares of TPL.

B. Details of Locked-in of Shares:

Pursuant to SEBI circular No SEBI/HO/MIRSD/DOS3/CIR/P/2018/139 dated 06.11.2018, Company had approved the request of transfer of shares received from Pinky Abhishek Doshi (Transferee). According to the requirements of the said circular, our Registrar & Transfer Agent, M/s Link Intime India Private Limited had Locked-in the said securities for a period of 6 (Six) months from the date of registration of transfer i.e. 23.09.2019 and the said shares need not be transferred / demated during the lock-in period.

We have intimated the aforesaid compliance to the stock exchanges vide our letter dated 20.08.2019 and 03.10.2019. Therefore, we have shown lock-in shares of Transferee in public category.

C. Significant Beneficial Owners (SBO):

The Companies (Significant Beneficial Owners) Rules, 2018 is not applicable to the extent of shareholding of the Holding Company, it being the Core Investment Company and regulated by Reserve Bank of India.

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For Torrent Power Limited

Company Secretary