



IEX
INDIAN ENERGY EXCHANGE

INDIAN ENERGY EXCHANGE LIMITED

Our Company was incorporated as Indian Energy Exchange Limited on March 26, 2007 as a public limited company under the Companies Act, 1956, with the Registrar of Companies, Maharashtra at Mumbai (the "Registrar of Companies, Maharashtra"). Our Company obtained a certificate for commencement of business on April 17, 2007. For details of change in registered office of our Company, see "History and Certain Corporate Matters" on page 132 of the Red Herring Prospectus dated September 26, 2017 ("RHP").

Registered Office and Corporate Office: Unit No. 3, 4, 5 and 6, Fourth Floor, TDI Centre, Plot No. 7, District Centre, Jasola, New Delhi 110 025;
Tel: (91 11) 4300 4000; **Fax:** (91 11) 4300 4015

Contact Person: Vineet Harlalka, Company Secretary and Compliance Officer; **E-mail:** compliance@iexindia.com; **Website:** http://www.iexindia.com
Corporate Identity Number: U74999DL2007PLC277039

OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE AN IDENTIFIABLE PROMOTER IN TERMS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "SEBI ICDR REGULATIONS") AND THE COMPANIES ACT, 2013, AS AMENDED

PUBLIC OFFER OF UP TO 6,065,009 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF INDIAN ENERGY EXCHANGE LIMITED (OUR "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE, THROUGH AN OFFER FOR SALE BY THE SELLING SHAREHOLDERS, AGGREGATING UP TO ₹ [•] MILLION (THE "OFFER"). THE OFFER WOULD CONSTITUTE UP TO 20.00% OF OUR POST OFFER PAID-UP EQUITY SHARE CAPITAL.

Risks to Investors

- The three Book Running Lead Managers associated with the Offer have handled 44 public issues in the past three years out of which 12 issues closed below the issue price as on listing date.
- The Price/Earnings ratio based on diluted EPS for Financial Year 2017, at the upper end of Price Band, is as high as 43.81 as compared to the Price/Earnings ratio of Nifty 50 for the Financial Year 2017 which was 23.26.
- Average cost of acquisition of Equity Shares for the Selling Shareholders ranges from ₹ 10 to ₹ 709.23, and the Offer Price at upper end of the price band is ₹ 1,650.

ASBA*

Simple, Safe, Smart way of Application - Make use of it!!!

Mandatory in public issue from January 1, 2016. No cheque will be accepted.

*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

Applications Supported by Blocked Amount (ASBA): All the investors, except Anchor Investors, have to compulsorily apply through ASBA only. For details on the ASBA process, please refer to the details given in the ASBA Forms and abridged prospectus and also please refer to the section "Offer Procedure" on the page 349 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Forms can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in. ASBA Forms can be obtained from Members of the Syndicate, SCSBs, Registered Brokers, RTAs and CDPs, the list of which is available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes>.

Contents of the Memorandum of the Company as regards its Objects: For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 132 of the RHP and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" on page 397 of the RHP.

Liability of the members of the Company: Limited by shares.

Amount of share capital of the Company and Capital Structure: The authorised, issued, subscribed and paid up share capital of our Company as on the date of the RHP is as follows: The authorised Equity Share capital of our Company is ₹ 362,500,000 divided into 36,250,000 Equity Shares of ₹ 10 each, the authorised CCPS capital of our Company is ₹ 35,000,000 divided into 3,500,000 CCPS of ₹ 10 each and the authorised Preference Share capital of our Company is ₹ 5,000,000 divided into 500,000 Preference Shares of ₹ 10 each. The issued, subscribed and paid up capital of our Company is ₹ 303,286,240 divided into 30,328,624 Equity Shares. For further details, see "Capital Structure" on page 64 of the RHP.

Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them: Given below are the names of the signatories of the Memorandum of Association of our Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association: FTIL was allotted 49,994 Equity Shares pursuant to its subscription to the Memorandum of Association and Dewang Sunderraj Neralia, C. Subramaniam, V. Hariharan, Shreekant Y. Javalgekar, P. Ramanathan and Hariraj Shankar Chouhan were allotted 1 Equity Share each, as nominees of FTIL, on March 26, 2007, pursuant to their subscription to the Memorandum of Association.

Disclaimer Clause of the SEBI: SEBI only gives its observations on the offer documents and this does not constitute approval of either the offer or the specified securities or the offer document. The investors are advised to refer to page 328 of the RHP for the full text of the Disclaimer Clause of SEBI.

Disclaimer Clause of the BSE (the Designated Stock Exchange): It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to page 337 of the RHP for the full text of the Disclaimer Clause of the BSE.

Disclaimer Clause of the NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the offer document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the offer document. The investors are advised to refer to page 338 of the RHP for the full text of the Disclaimer Clause of NSE.

ADDENDUM- NOTICE TO INVESTORS

In reference to the RHP filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi, the Securities and Exchange Board of India and the Stock Exchanges, and the advertisements for announcement of the Price Band and the Minimum Bid Lot published in all editions (except Kolkata edition) of the English national newspaper, Financial Express, and all editions (except Kolkata edition) of the Hindi national newspaper, Jansatta, on September 29, 2017 and on October 2, 2017 in the Kolkata edition of the English national newspaper, Financial Express and the Hindi national newspaper, Jansatta, in relation to the Offer ("Advertisements"), and the Bid cum Application Forms and the abridged prospectus, investors should note the following:

- The Company has received the beneficiary positions statement dated September 30, 2017 from Karvy Computershare Private Limited, upon perusal of which it was observed that DCB Power Ventures Limited has transferred 1,516,431 Equity Shares to TVS Shriram Growth Fund 1 B LLP ("DCB Transfer").
- Based on intimation received from certain Selling Shareholders on October 5, 2017, it was observed that: (a) Multiples Private Equity Fund I Limited has transferred: (i) 216,450 Equity Shares to India Small and Mid Cap Gems Fund, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 349.99 million; (ii) 98,938 Equity Shares to IIFL Special Opportunities Fund, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 159.98 million ("Multiples Transfer"); (b) Lightspeed Venture Partners VIII Mauritius has transferred: (i) 248,608 Equity Shares to IIFL Special Opportunities Fund- Series 4, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 401.99 million; (ii) 54,678 Equity Shares to IIFL Special Opportunities Fund- Series 5, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 88.41 million ("Lightspeed Transfer"); (c) Golden Oak (Mauritius) Limited has transferred: (i) 15,500 Equity Shares to Anju Singh, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 25.06 million; (ii) 15,741 Equity Shares to ITAL Coats, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 25.45 million; (iii) 15,500 Equity Shares to Khursheed Daruvala, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 25.06 million; (iv) 15,500 Equity Shares to Techpro Ventures LLP, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 25.06 million; (v) 15,500 Equity Shares to Yogesh Agrawal, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 25.06 million; (vi) 212,254 Equity Shares to IIFL Special Opportunities Fund – Series 2, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 343.21 million; (vii) 392,398 Equity Shares to IIFL Special Opportunities Fund, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 634.51 million ("Golden Oak Transfer"); (d) Madison India Opportunities III has transferred 158,840 Equity Shares to IIFL Special Opportunities Fund – Series 5, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 256.84 million ("Madison Transfer"); and (e) AFHoldings has transferred: (i) 95,917 Equity Shares to IIFL Special Opportunities Fund- Series 2, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 155.10 million; (ii) 153,739 Equity Shares to IIFL Special Opportunities Fund- Series 3, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 248.60 million; (iii) 101,058 Equity Shares to IIFL Special Opportunities Fund- Series 4, for cash at a price of ₹ 1,617 per Equity Share, aggregating to ₹ 163.41 million ("AFHoldings Transfer"). Please note that these Equity Shares do not form part of the Equity Shares proposed to be offered by the said Selling Shareholders as a part of the offer for sale in the Offer.
- Pursuant to the DCB Transfer, Multiples Transfer, Lightspeed Transfer, Golden Oak Transfer, Madison Transfer and AFHoldings Transfer, please note the following:
 - With respect to the disclosure made on page 69 of the RHP, the top 10 Shareholders as on the date of this addendum, shall stand modified as follows:
 - The top 10 Shareholders of our Company on a fully diluted basis as on date are as follows:

S.No.	Name of the Shareholder	No. of Equity Shares	Percentage (%)
1.	TVS Shriram Growth Fund 1B LLP	4,549,293	15.0
2.	DCB Power Ventures Limited	3,032,863	10.0
3.	Multiples Private Equity Fund	2,429,878	8.0
4.	Agri Power and Engineering Solutions Private Limited	1,655,557	5.5
5.	Aditya Birla Private Equity Trust/A/c Aditya Birla Private Equity - Fund I	1,516,853	5.0
6.	Westbridge Crossover Fund, LLC	1,440,609	4.8
7.	Rimco (Mauritius) Limited	1,363,575	4.5
8.	Adani Tradex LLP	1,250,000	4.1
	Rural Electrification Corporation Limited	1,250,000	4.1
	The Tata Power Company Limited	1,250,000	4.1
9.	Lightspeed Venture Partners VIII Mauritius	1,213,145	4.0
10.	Multiples Private Equity Fund I Limited	1,125,219	3.7
Total		22,076,992	72.8

• With respect to the disclosures made on page 156 of the RHP, the disclosure relating to our Principal Shareholders shall stand modified as follows:

"Principal Shareholders"

- Shareholders who control 15% or more of the voting rights in our Company
Except for TVS Shriram Growth Fund 1B LLP that holds 15.0% of the paid up Equity Share capital of our Company as on the date of this addendum, no Shareholder controls 15% or more of the voting rights in our Company.
- With respect to the disclosures made on page 68 of the RHP, the shareholding pattern as on date shall stand modified to reflect that the total number of public Shareholders as on date is 75 and the total number of Shareholders as on date is 76.
- With respect to the disclosures made on pages 78 and 132 of the RHP, the total number of Equity Shareholders shall stand modified to reflect that total number of Equity Shareholders as on date is 76.
- With respect to the disclosure made on page 77 of the RHP, the disclosure relating to shareholding of the BRLMs and their associates in our Company shall stand modified as follows:
"8. Except for IIFL Special Opportunities Fund, IIFL Special Opportunities Fund – Series 2, IIFL Special Opportunities Fund – Series 3, IIFL Special Opportunities Fund – Series 4 and IIFL Special Opportunities Fund – Series 5, which are associates of IIFL, which is one of the BRLMs, holding 1,516,430 Equity Shares in the aggregate in our Company, none of the BRLMs and their respective associates hold any Equity Shares in our Company".

The above notice is to be read in conjunction with the RHP, Advertisements, Bid cum Application Forms, and the abridged prospectus, and information and above disclosures in relation to the DCB Transfer, Multiples Transfer, Lightspeed Transfer, Golden Oak Transfer, Madison Transfer and AFHoldings Transfer will be included in the Prospectus to be filed by our Company with the RoC.

Any other changes required to be made consequent to the DCB Transfer, Multiples Transfer, Lightspeed Transfer, Golden Oak Transfer, Madison Transfer or AFHoldings Transfer shall be appropriately reflected in the Prospectus to be filed by our Company with the RoC.

All capitalised terms used in this addendum shall, unless the context otherwise requires, have the same meanings as ascribed in the RHP.

For **INDIAN ENERGY EXCHANGE LIMITED**
On behalf of Board of Directors

Date: October 06, 2017

Place: New Delhi

Sd/-
Company Secretary and Compliance Officer

Indian Energy Exchange Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Red Herring Prospectus dated September 26, 2017 ("RHP") with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi. The RHP is available on the websites of SEBI, BSE, NSE at www.sebi.gov.in, www.bseindia.com, www.nseindia.com, respectively and is also available on the websites of the BRLMs at www.axiscapital.co.in, www.investmentbank.kotak.com and www.iiflcap.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, refer to "Risk Factors" on page 18 of the RHP.

This public announcement is for informational purposes only and is not an offer to buy any securities and does not constitute an offer to sell securities in any jurisdiction or in any circumstances in which such offer is unlawful. The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933 ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A ("Rule 144A") under the U. S. Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act.