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THE TATA POWER COMPANY LIMITED

Our Company was incorporated vide a certificate of incorporation dated September 18, 1919 under the provisions of the Indian Companies Act, VII of 1913 with Registration No. 11-00567. Our Company has been allotted Corporate Identity Number L28920MH1919PLC000567.

Registered Office: Bombay House, 24, Homi Mody Street, Mumbai 400 001, India; **Corporate Office:** Corporate Centre, 34, Sant Tukaram Road, Carnac Bunder, Mumbai 400 009, India; **Tel:** +91 22 6665 8282; **Fax:** +91 22 6665 8801; **Contact Person and Compliance Officer:** Mr. H. M. Mistry (Company Secretary); **E-mail:** investorcomplaints@tatapower.com; **Website:** www.tatapower.com

ISSUE OF UP TO 33,22,30,130 EQUITY SHARES WITH A FACE VALUE OF ₹1 EACH ("RIGHTS EQUITY SHARES") FOR CASH AT AN ISSUE PRICE OF ₹60 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 59 PER RIGHTS EQUITY SHARE) FOR AN AGGREGATE AMOUNT OF UP TO ₹1,993.38 CRORE ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY IN THE RATIO OF 7 RIGHTS EQUITY SHARES FOR EVERY 50 FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, I.E. MARCH 20, 2014 (THE "ISSUE"). THE ISSUE PRICE IS 60 TIMES THE FACE VALUE OF THE RIGHTS EQUITY SHARES. FOR FURTHER DETAILS, PLEASE REFER TO THE SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 195 OF THE LETTER OF OFFER.

ASBA* Simple, Safe, Smart way of making an Application - Make use of it !!!

*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): ASBA Investors may apply through the ASBA process. An ASBA Investor is an investor who: (a) holds Equity Shares in dematerialised form as on the Record Date and has applied towards his/ her Rights Entitlements or additional Rights Equity Shares in the Issue in dematerialised form; (b) has not renounced his/ her Rights Entitlements in full or in part; (c) is not a Renouncee; and (d) applies through a bank account maintained with one of the SCSBs.

Please note that in accordance with the provisions of the SEBI circular bearing number CIR/CFD/DIL/1/2011 dated April 29, 2011 all QIBs, Non-Institutional Investors and Non-Retail Individual Investors (Investors other than Individuals who have applied for Rights Equity Shares for an amount not more than Rs. 2,00,000) complying with the eligibility conditions prescribed under the SEBI Circular dated December 30, 2009, must mandatorily invest through the ASBA process. All Retail Individual Investors complying with the above conditions may optionally apply through the ASBA process. Renouncees are not eligible ASBA Investors and must only apply for Rights Equity Shares through the non-ASBA process.

An ASBA Investor is required to select the ASBA Process option in the CAF and submit the same to the SCSBs, which in turn will block the amount in the account as per the authority contained in the CAF and undertake other tasks as per the specified procedure. On Allotment, the amount would be unblocked and the account would be debited only to the extent required to pay for the Rights Equity Shares Allotted. Hence, there will be no need of refunds.

ASBA Investors should note that the ASBA process involves application procedures that may be different from the procedure applicable to non-ASBA process. ASBA Investors should carefully read the provisions applicable to such applications before making their application through the ASBA process. For more details on the ASBA process, please refer to the details given in the CAF and also "Procedure for Application through the Applications Supported by Blocked Amount ("ASBA") Process" on page 211 of the Letter of Offer dated March 19, 2014 and page 81 of the Abridged Letter of Offer dated March 19, 2014, respectively.

CORRIGENDUM TO THE LETTER OF OFFER: NOTICE TO INVESTORS

This is with reference to the letter of offer dated March 19, 2014 filed with SEBI, BSE and NSE in relation to the Issue, as amended by way of the corrigendum to the letter of offer dated March 26, 2014 ("**Letter of Offer**"), post which, the Company has appointed Mr. Ramesh N. Subramanyam as the new Chief Financial Officer of the Company, effective from March 31, 2014.

Accordingly, Investors may note the following modifications to the disclosures in the Letter of Offer and the abridged letter of offer, as amended by way of the corrigendum to the letter of offer dated March 26, 2014 ("**Abridged Letter of Offer**") in the section "*Material Developments*":

"On February 28, 2014, the Company informed BSE and NSE that consequent upon his reaching the age of superannuation, Mr. S. Ramakrishnan, Executive Director (Finance) has ceased to be Director and Executive Director of the Company. The Company further informed BSE and NSE that Mr. S. Padmanabhan, Executive Director (Operations) will hold additional charge of the Finance function as Chief Financial Officer. Thereafter, on April 1, 2014, the Company informed BSE and NSE that Mr. Ramesh N. Subramanyam had been appointed as the new Chief Financial Officer of the Company, effective from March 31, 2014, and that Mr. S. Padmanabhan, Executive Director (Operations), who held the additional charge of the Finance function as the Chief Financial Officer in the interim, i.e. from February 28, 2014, had ceased to be the Chief Financial Officer of the Company.

As the Chief Financial Officer of the Company, Mr. Subramanyam shall oversee finance, accounting, treasury, tax, corporate insurance, budgeting, financial concurrence, business analyst and MIS functions. In addition, the corporate commercial function shall also report to him.

Mr. Subramanyam brings with him approximately 22 years of experience in the fields of finance, corporate treasury, accounts and secretarial functions. Before joining the Tata group he has worked with institutions including Siemens, Hindustan Lever.

Mr. Subramanyam had joined the Group in 2007 and was the Chief Financial Officer & Company Secretary of Coastal Gujarat Power Limited. In October 2012, Mr. Subramanyam was appointed as Chief-Finance & Accounts (Indian subsidiaries) of the Company. Prior to his announcement as the Chief Financial Officer, he was the Financial Controller of the Company."

The Letter of Offer and Abridged Letter of Offer stand accordingly amended to the extent stated hereinabove. This corrigendum should be read in conjunction with the Letter of Offer and the Abridged Letter of Offer.

Unless otherwise specified, all capitalized terms used herein shall have the same meaning ascribed to such terms in the Letter of Offer. For further details, Investors are advised to refer to the Letter of Offer and Abridged Letter of Offer, and the risk factors contained therein before applying in the Issue.

For THE TATA POWER COMPANY LIMITED,
Sd/-

H.M. Mistry

Company Secretary and Compliance Officer

Place: Mumbai
Date: April 9, 2014

The Tata Power Company Limited is proposing, subject to market conditions and other considerations, an offer of its equity shares on rights basis and has filed the Letter of Offer dated March 19, 2014 with the Stock Exchanges. The Letter of Offer is available on the websites of the Lead Managers: www.jmfl.com, www.bnpparibas.co.in, www.hsbc.co.in/1/2/corporate/equitiesglobalinvestment-banking, www.investmentbank.kotak.com, www.sbicaps.com, websites of BSE and NSE: www.bseindia.com and www.nseindia.com and on SEBI's website: www.sebi.gov.in, respectively. Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to "Risk Factors" in the Letter of Offer. This public announcement has been prepared for publication in India and may not be published or distributed in the United States. This public announcement does not constitute an offer of Equity Shares for sale or the solicitation of any offer to buy Equity Shares in any jurisdiction, including the United States. The Equity Shares described in this public announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended (the "US Securities Act"), or an exemption therefrom. The Equity Shares have not been and will not be registered under the US Securities Act or any state securities laws in the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and in accordance with any applicable U. S. state securities laws.