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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

PROMOTER OF OUR COMPANY : TATA SONS LIMITED

FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF THE TATA POWER COMPANY LIMITED (“COMPANY” OR “ISSUER”) ONLY

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.

NOTICE TO THE EQUITY SHAREHOLDERS OF THE COMPANY

**ISSUE OPENS ON:
MONDAY, MARCH 31, 2014**

**LAST DATE FOR RECEIPT OF REQUEST
FOR SPLIT APPLICATION FORMS:
TUESDAY, APRIL 8, 2014**

**ISSUE CLOSES ON:
TUESDAY, APRIL 15, 2014**

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 (the “Letter of Offer”) and page 81 of the Abridged Letter of Offer dated March 19, 2014 (the “Abridged Letter of Offer”), respectively.

ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALISED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA INVESTOR ON THE RECORD DATE.

DISPATCH OF ABRIDGED LETTER OF OFFER AND COMPOSITE APPLICATION FORM (“CAF”): The dispatch of the Abridged Letter of Offer along with CAF for the Issue has been completed by the Registrar to the Issue, viz., Link Intime India Private Limited through Registered Post/ Speed Post on March 26, 2014 to the Eligible Equity Shareholders of the Company whose names appeared in the Register of Members/ Beneficial Owners of the Company, on the Record Date, i.e., March 20, 2014.

The CAFs duly completed together with the amount payable on application must be deposited with the Escrow Collection Banks indicated on the reverse of the CAFs, and not with the Company or the Lead Managers, before the close of banking hours on or before the Issue Closing Date, i.e., April 15, 2014. A separate cheque or bank draft must accompany each CAF. Investors (including non-resident Investors applying on a non-repatriation basis) residing at places other than places where the bank collection centres have been opened for collecting applications, are requested to send their CAFs together with Demand Draft for the full application amount, favouring the Escrow Collection Bank, crossed ‘A/c Payee only’ and marked ‘The Tata Power Company Limited – Rights Issue - R’ payable at Mumbai directly to the Registrar to the Issue. Link Intime India Private Limited, by registered post/ speed post so as to reach them on or before the Issue Closing Date, i.e., April 15, 2014. Non-resident Investors applying on a repatriation basis from places other than places where the bank collection centres have been opened for collecting applications, are requested to send their CAFs together with Demand Draft for the full application amount, drawn in favour of Escrow Collection Bank, crossed ‘A/c Payee only’ and marked ‘The Tata Power Company Limited – Rights Issue – NR’ payable at Mumbai directly to the Registrar to the Issue by registered post/ speed post so as to reach them on or before the Issue Closing Date. Such applications sent to anyone other than the Registrar to the Issue are liable to be rejected. Neither the Registrar nor the Lead Managers or the Company will be responsible for postal delays or loss of applications in transit, if any. If any portion of the CAF is/ are detached or separated, such application is liable to be rejected.

AVAILABILITY OF DUPLICATE CAF: In case the original CAF is not received, or is misplaced by the Equity Shareholder, the Registrar to the Issue will issue a duplicate CAF on the request of the Equity Shareholder who should furnish the registered folio numbers / DP and Client ID number and his / her full name and address to the Registrar to the Issue. Please note that the request for duplicate CAF should reach the Registrar to the Issue at least 7 days prior to Issue Closing Date. Please note that those Investors who are making the Application in the duplicate CAF should not utilise the original CAF for any purpose including renunciation, even if it is received/ found subsequently. If the Investor violates such requirements, he/ she shall face the risk of rejection of both the CAFs. Neither the Registrar nor the Lead Managers or the Company, shall be responsible for postal delays or loss of duplicate CAFs in transit, if any.

APPLICATION ON PLAIN PAPER: An Eligible Equity Shareholder who has neither received the original CAF nor is in a position to obtain the duplicate CAF may make an application to subscribe to the Issue on plain paper, along with cheque/ demand draft payable at Mumbai which should be drawn in favour of ‘The Tata Power Company Limited – Rights Issue - R’ in case of resident shareholders and non-resident shareholders applying on non-repatriable basis, and in favour of ‘The Tata Power Company Limited – Rights issue - NR’ in case of non-resident shareholders applying on repatriable basis and send the same by registered/ speed post directly to the Registrar to the Issue so as to reach Registrar to the Issue on or before the Issue Closing Date.

Furthermore, Eligible Equity Shareholders have an option to print application on plain paper from the website of the Registrar to the Issue, i.e. www.linkintime.co.in, by providing his/ her folio. no. / DP ID/ Client ID in order to enable the Eligible Equity Shareholder to apply for the Issue. Further, they also can make an application on plain paper giving necessary details as given below.

The envelope should be superscribed ‘The Tata Power Company Limited - Rights Issue - R’ in case of resident shareholders and non-resident shareholders applying on non-repatriable basis, and ‘The Tata Power Company Limited – Rights Issue - NR’ in case of non-resident shareholders applying on repatriable basis.

The application on plain paper, duly signed by the applicant(s) including joint holders, in the same order as per specimen signature recorded with the DP/ Depositories or available in the records of the Company for Equity Shares held in physical form as on the Record Date, must reach the office of the Registrar to the Issue before the Issue Closing Date and should contain the following particulars:

(1) Name of Issuer, being The Tata Power Company Limited; (2) Name and address of the Eligible Equity Shareholder including joint holders; (3) Registered Folio Number/ DP and Client ID no.; (4) Number of Equity Shares held as on Record Date; (5) Number of Rights Equity Shares entitled to; (6) Number of Rights Equity Shares applied for; (7) Number of additional Rights Equity Shares applied for, if any; (8) Total number of Rights Equity Shares applied for; (9) Total amount paid at the rate of Rs. 60 per Rights Equity Share; (10) Particulars of cheque/ demand draft; (11) Savings/ Current Account Number and name and address of the bank where the Eligible Equity Shareholder will be depositing the refund order. In case of Rights Equity Shares Allotted in demat form, the bank account details will be obtained from the information available with the Depositories; (12) Except for applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts (subject to submitting sufficient documentary evidence in support of their claim for exemption, provided that such transactions are undertaken on behalf of the Central and State Government and not in their personal capacity), PAN of the Investor and for each Investor, in case of joint names, irrespective of the total value of the Rights Equity Shares applied for pursuant to the Issue; (13) Share certificate numbers and distinctive numbers of Equity Shares, if held in physical form; (14) Allotment option preferred - physical or demat form, if held in physical form; (15) Signature of the Eligible Equity Shareholders to appear in the same sequence and order as they appear in the records of the Company or the Depositories’ records; (16) In case of Non Resident Eligible Equity Shareholders, NRE/ FCNR/ NRO A/c No. name and address of the bank and branch; (17) If payment is made by a draft purchased from an NRE/ FCNR/ NRO A/c No., as the case may be, an Account debit certificate from the bank issuing the draft, confirming that the draft has been issued by debiting NRE/ FCNR/ NRO A/c; and (18) Additionally, all such applicants are deemed to have accepted the following:

“- I/ We understand that neither the Rights Entitlement nor the Rights Equity Shares have been, and will be, registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States of America or to the territories or possessions thereof (the “United States of America”). I/ we understand the Rights Equity Shares referred to in this application are being offered in India but not in the United States of America. I/ we understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or Rights Entitlement for sale in the United States of America, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlement in the United States of America. Accordingly, I/ we understand this application should not be forwarded to or transmitted in or to the United States of America at any time.

- I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorised or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

- I/ We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S under the Securities Act (“Regulation S”), or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

- I/ We (i) am/ are, and the person, if any, for whose account I/ we am/ are acquiring such Rights Entitlement and/ or the Rights Equity Shares is/ are, outside the United States of America, and (ii) is/ are acquiring the Rights Entitlement and/ or the Rights Equity Shares in an offshore transaction meeting the requirements of Regulation S.

- I/ We acknowledge that the Company, the Lead Managers, their respective affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.”

Further, **ASBA Investors** can submit the application on plain paper to the Designated Branches of the SCSBs before the Issue Closing Date with appropriate particulars mentioned hereinabove. Such application on plain paper from ASBA Investors should also contain the details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB together with authorisation to the SCSB to block an amount equivalent to the amount payable on the application in the said bank account maintained with the same SCSB. The list of banks that have been notified by SEBI to act as SCSBs for the ASBA process is provided on SEBI website at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries>. Details relating to designated branches of SCSBs collecting the ASBA forms are available at the above mentioned link.

Please note that those who are making Application otherwise than on original CAF shall not be entitled to renounce their Rights Entitlement and should not utilise the original CAF for any purpose including renunciation even if it is received subsequently. If the Investor violates such requirements, he/ she shall face the risk of rejection of both the applications. The Company shall refund such application amount to the Investor without any interest thereon. Investors are requested to strictly adhere to these instructions. Failure to do so could result in an application being rejected, with the Company, the Lead Managers and the Registrar not having any liability to the Investor.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in CAF is April 15, 2014. The Issue will remain open for a minimum 15 days, provided that the Committee for Rights Issue, in consultation with the Lead Managers, may extend the Issue period for such further period as may be deemed fit, provided, however, that in no event would the Issue remain open for a period exceeding 30 days. If the CAF together with the amount payable is not received by any of the Escrow Collection Banks/ Registrar to the Issue on or before the close of banking hours on the Issue Closing Date, the invitation to offer contained in the Letter of Offer/ Abridged Letter of Offer shall be deemed to have been declined and the Board or any authorised committee thereof shall be at liberty to dispose of the Rights Equity Shares hereby offered, as provided under the chapter “Terms of the Issue – Basis of Allotment” on page 220 of the Letter of Offer.

INVESTORS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALISED FORM.

LISTING: The existing Equity Shares are listed on BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”). Our Company has received an “in-principle” approval for listing of the Rights Equity Shares from BSE and an approval for the use of their name in this Letter of Offer from NSE vide letters, each dated March 11, 2014. For the purposes of the Issue, the Designated Stock Exchange is BSE.

DISCLAIMER CLAUSE OF SEBI: This being a fast track issue under Regulation 10 of the SEBI (ICDR) Regulations, the Company has filed a copy of the Letter of Offer with SEBI. The submission of the Letter of Offer to SEBI does not constitute approval of either the Issue or the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the “Disclaimer Clause of SEBI”.

DISCLAIMER CLAUSE OF BSE (“Designated Stock Exchange”): It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the “Disclaimer Clause of BSE”.

DISCLAIMER CLAUSE OF NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Letter of Offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the “Disclaimer clause of NSE”.

NO OFFER IN THE UNITED STATES: The rights and the securities of the Company have not been and will not be registered under the United States Securities Act of 1933, as amended (the “Securities Act”), or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (the “United States” or “U.S.”), except in a transaction exempt from the registration requirements of the Securities Act. The rights referred to in the Letter of Offer are being offered in India, but not in the United States. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or rights for sale in the United States or any other jurisdiction such an offering may be restricted or as a solicitation therein of an offer to buy any of the said Equity Shares or rights. Accordingly, the Draft Letter of Offer/ Letter of Offer/ Abridged Letter of Offer/ CAF should not be forwarded to or transmitted in or into the United States or any other jurisdiction such an offering may be restricted at any time.

NOTICE TO OVERSEAS SHAREHOLDERS: No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose, except that the Letter of Offer has been filed with the SEBI. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer may not be distributed, in any jurisdiction, except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Letter of Offer will not constitute an offer in those jurisdictions in which it would be illegal to make such an offer and, in those circumstances, the Letter of Offer must be treated as sent for information only and should not be copied or redistributed. Accordingly, persons receiving a copy of the Letter of Offer should not, in connection with the issue of the Equity Shares or the Rights Entitlements, distribute or send the Letter of Offer in or into the United States or any other jurisdiction where to do so would or might contravene local securities laws or regulations. If the Letter of Offer/ Abridged Letter of Offer/ CAF is received by any person in any such territory, or by their agent or nominee, they must not seek to subscribe to the Equity Shares or the Rights Entitlements referred to in the Letter of Offer. Neither the delivery of the Letter of Offer nor any subscription in the offering, shall under any circumstances create any implication that there has been no change in the Company’s affairs from the date of the Letter of Offer or that the information contained therein is correct as at any time subsequent to the date of the Letter of Offer.

ESCROW COLLECTION BANKS: HDFC Bank Limited, ICICI Bank Limited and Standard Chartered Bank. Please refer to the reverse of the CAF for the details of the Escrow Collection Banks and their collection centres.

AVAILABILITY OF THE LETTER OF OFFER: The Letter of Offer is available on the website 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.sbicscaps.com, websites of BSE and NSE: www.bseindia.com and www.nseindia.com and on SEBI’s website: www.sebi.gov.in and a copy of the same can be downloaded from these websites.

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, and the abridged letter of offer dated March 19, 2014 in relation to the Issue. Investors may note the following modifications and corrections to the disclosures in the Letter of Offer and the Abridged Letter of Offer in (1) the section “Capital Structure” under “Notes to the Capital Structure – Subscription to the Issue by the Promoter and Promoter Group”; (2) the section “Terms of the Issue” under “Promoter Subscription”; and (3) the section “Terms of the Issue” under “Promoter Subscription”:

1. Post the date of the Letter of Offer and the Abridged Letter of Offer, the Company has received a letter dated March 20, 2014 (the “**Promoter Letter**”) from its Promoter, Tata Sons Limited, pursuant to which the Promoter has undertaken to subscribe, on its own account, to any unsubscribed portion in the Issue, such that its total subscription in the Issue (including subscription to (a) the full extent of its Rights Entitlement in respect of the Issue and (b) the full extent of any Rights Entitlements that may be renounced in its favour by Chemical Terminal Trombay Limited and the Tata Trusts) does not exceed 50% of the total Issue size. The Promoter Letter from the Company’s Promoter supersedes its previous letter in this regard. Accordingly, Investors may note the following modifications to the disclosures in the aforementioned sections of the Letter of Offer and the Abridged Letter of Offer:

“Our Promoter, Tata Sons Limited, has, vide its letter dated March 20, 2014, undertaken to subscribe, on its own account, to:

(a) the full extent of its Rights Entitlement in respect of the Issue, pursuant to and in accordance with Regulation 10(4)(a) of the SEBI (SAST) Regulations; (b) the full extent of any Rights Entitlements that may be renounced in its favour by (i) Chemical Terminal Trombay Limited; and (ii) the Tata Trusts; and (c) any unsubscribed portion in the Issue, such that its total subscription in the Issue (including (a) and (b) above) does not exceed 50% of the total Issue size.”

2. Further, with regard to the letters dated March 7, 2014 and March 12, 2014 filed by Tata Sons Limited applying to SEBI under Regulation 11 of the SEBI (SAST) Regulations seeking exemption from the strict application of the conditions specified under Regulation 10(4)(b) of the SEBI (SAST) Regulations for the purpose of subscription by Tata Sons Limited to Rights Equity Shares in excess of its Rights Entitlement in the Issue pursuant to the renunciation of Rights Entitlement by CTTL and the Tata Trusts to Tata Sons Limited, a letter dated March 25, 2014 has been received from SEBI clarifying that the renunciation of Rights Entitlement by CTTL and the Tata Trusts to Tata Sons Limited would be done due to operation of law, and consequently, would not be construed as “renunciation” for the purpose of Regulation 10(4)(b)(i) of the SEBI (SAST) Regulations. Accordingly, Investors may note the following additions to the disclosures in the aforementioned sections of the Letter of Offer and the Abridged Letter of Offer:

“SEBI has, vide its letter dated March 25, 2014, clarified that the renunciation of Rights Entitlement by CTTL and the Tata Trusts to Tata Sons Limited would be done due to operation of law, and consequently, would not be construed as “renunciation” for the purpose of Regulation 10(4)(b)(i) of the SEBI (SAST) Regulations.”

As of the date of this corrigendum, the Letter of Offer and the Abridged Letter of Offer stand amended to the extent of the modifications set out hereinabove.

In addition to the above, the aforementioned sections of the Letter of Offer and the Abridged Letter of Offer disclosed the date of the previous letter received from the Company’s Promoter as March 19, 2014, as opposed to March 18, 2014. Furthermore, the statement “subject to approval of SEBI” appeared in paragraph (c), as opposed to the preamble of the paragraph. The following language in the preamble to the paragraph describes these disclosures in the aforementioned sections of the Letter of Offer and the Abridged Letter of Offer: “Our Promoter, Tata Sons Limited, has, vide its letter dated March 18, 2014, subject to approval of SEBI and other internal approvals, undertaken to subscribe, on its own account, to.” The Letter of Offer and the Abridged Letter of Offer, as of March 19, 2014, stand corrected to this extent. However, please note that as per paragraph 1 of this corrigendum, the Promoter Letter dated March 20, 2014 supersedes its previous letter dated March 18, 2014.

This corrigendum should be read in conjunction with the Letter of Offer and the Abridged Letter of Offer, each dated March 19, 2014.

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.

Lead Managers to the Issue			
<p>JM Financial Institutional Securities Limited 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400 025 Tel: +91 22 6630 3030; Fax: +91 22 6630 3330 Email: tpcl.rights@jmfl.com Investor Grievance E-mail: grievance.lbd@jmfl.com Contact Person: Lakshmi Lakshmanan Website: www.jmfl.com SEBI Registration No.: INM000010361</p>	<p>BNP Paribas BNP PARIBAS House, 1 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Tel: +91 22 3370 4000; Fax: +91 22 6196 5194 Email: d.tatapowerrights@asia.bnpparibas.com Investor Grievance Email: indiainvestors.care@asia.bnpparibas.com Contact Person: Anubhav Behal Website: www.bnpparibas.co.in SEBI Registration No.: INM000011534</p>	<p>HSBC Securities & Capital Markets (India) Private Limited 52/60 Mahatma Gandhi Road, Fort, Mumbai – 400 001 Tel: +91 22 2268 5555; Fax: +91 22 2263 1984 Email: tatapowerrights@hsbc.co.in Investor Grievance Email: investor.grievance@hsbc.co.in Contact Person: Mayank Jain / Archa Jain Website: http://www.hsbc.co.in/1/2/corporate/equitiesglobalinvestment-banking SEBI Registration No.: INM000010353</p>	<p>Kotak Mahindra Capital Company Limited 27 BKC, 1st Floor, Plot No. C – 27, “G” Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Tel: +91 22 4336 0000; Fax: +91 22 6713 2447 Email: tatapower.rights@kotak.com Investor Grievance Email: kmccredressal@kotak.com Contact Person: Ganesh Rane Website: www.investmentbank.kotak.com SEBI Registration No.: INM000008704*</p>
<p>SEBI Capital Markets Limited 202, Maker Tower “E”, Cuffe Parade, Mumbai 400 005 Tel: +91 22 22178300; Fax: +91 22 22188332 Email: tatapower.rights@sbicaps.com Investor Grievance Email: investor.relations@sbicaps.com Contact Person: Shikha Agarwal Website: www.sbicaps.com SEBI Registration No.: INM000003531</p>			
Registrar to the Issue		Company Secretary and Compliance Officer	
<p>Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai – 400 078; Tel: +91 167779196/97/98; Fax: +91 22 2596 0329 Email: tatapower.rights@linkintime.co.in Investor Grievance Email: tatapower.rights@linkintime.co.in Website: www.linkintime.co.in; Contact Person: Pravin Kasare SEBI Registration No.: INR000004058**</p>	<p>Mr. H.M. Mistry, Company Secretary Bombay House, 24, Homi Mody Street, Mumbai 400 001, Maharashtra, India Tel: +91 22 66657515; Fax: +91 22 6717 1004 E-mail: hmmm@tatapower.com</p>	<p>Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre-Issue/ post-Issue related matter. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSB, giving full details such as name, address of the Investor, number of Rights Equity Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF was submitted by the ASBA Investors. For more details on the ASBA process, refer to the details given in CAF and refer to the section titled “Terms of the Issue” beginning on page 195 of the Letter of Offer.</p>	

*Kotak Mahindra Capital Company Limited has made an application dated October 31, 2013 to SEBI for grant of renewal of its registration.
**Link Intime India Private Limited has made an application dated January 30, 2014 to SEBI for grant of renewal of its registration.

Place: Mumbai
Date: March 26, 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.

For THE TATA POWER COMPANY LIMITED,
Sd/-
H.M. Mistry
Company Secretary and Compliance Officer