

## IN THE NATURE OF ABRIDGED OFFER DOCUMENT - MEMORANDUM CONTAINING SALIENT FEATURES OF THE OFFER DOCUMENT (OD)

### BIDDER'S UNDERTAKING FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT BID, THE CONFIRMATIONS, AUTHORIZATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST INVESTORS WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF THE UNITS.)

I/We confirm that I/we have read the Offer Document dated 22 April, 2021 (the "Offer Document"), or for bidders outside India, the preliminary offering memorandum dated April 22, 2021 (the "Preliminary Offering Memorandum") published in all editions of Financial Express (a widely circulated English national daily newspaper) and in all editions of Jansatta (a widely circulated Hindi national daily newspaper with wide circulation in Haryana). On the basis of the Offer Document and having studied the attached details as per the abridged offer document, I/we hereby apply for allotment to me/us of the Units in the Offer up to my/our Bids for maximum number of Units at or above the Offer Price, to be discovered through Book Building Process. I/We hereby confirm that I am/we are eligible person(s) to invest in this Offer in accordance with applicable laws. The amount payable on bidding has been blocked with the SCSBs. I/We agree to accept the Units Bid for, or Nil or such lesser number as may be allotted to me/us subject to the terms of the Offer Document, the Bid cum Application Form, the abridged offer document and other applicable laws. I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Units which may be Allotted and to register my/our address as given in the depository records, with the POWERGRID Infrastructure Investment Trust. I/We note that in case of Institutional Investors, the Lead Managers and the Syndicate Members have the right to reject Bids at the time of acceptance of the Bid cum Application Form provided that the reasons for rejecting the same shall be recorded in writing and disclosed to such Bidder, whereas the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) the Syndicate Member (only in the Specified Locations) and the Sub-syndicate Members have a right to reject it from Non Institutional Investor category based on technical grounds and/or grounds as specified in the abridged offer document and the Offer Document. I/We authorize the Investment Manager along with the Lead Managers to make the necessary changes in this Bid cum Application Form and the Offer Document for filing of the Final Offer Document with the Securities and Exchange Board of India (the "SEBI"), the National Stock Exchange of India Limited and BSE Limited without intimation to me/us and use this Bid cum Application Form as the Application Form for the purpose of this Offer.

**I/WE CONFIRM THAT: EITHER** I am/we are Indian National(s) resident in India and I am/we are not applying for the said Units as nominees of any person resident outside India or Foreign Nationals OR I am/we are Indian National(s) resident in India and I am/we are applying for the said Units as power of attorney holder(s) of Non-Resident Indian(s) on Non-Repatriation basis or I am/we are Indian National(s) resident outside India and I am/we are applying for the said Units on my/our own behalf through NRO account on Non Repatriation basis. I am/we are, or at any time the Units are purchased will be, the beneficial owner of such Units and I/We and any customer I/We represent either: (a) (i) is a qualified institutional buyer (as defined in Rule 144A under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act")), (ii) am/are aware that the sale to it is being made in a transaction exempt from or not subject to the registration requirements of the U.S. Securities Act, (iii) am/are acquiring such Units for my/our own account or for the account of a qualified institutional buyer with respect to which I/we exercises sole investment discretion, (iv) I/we have read and agree to the representations, warranties and agreements contained in the section "Units Offered and Sold within the United States" of the Preliminary Offering Document, and (v) understand that the Units have not been and will not be registered under the U.S. Securities Act or under the securities laws of any state of the United States and are being offered and sold within the United States pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws, or (b) (i) outside the United States, (ii) have read and agree to the representations, warranties and agreements contained in the section "All Other Units Offered and Sold in this Offer" of the Preliminary Offering Memorandum, and (iii) the offer and sale of Units to me/us is permitted by applicable law in the jurisdiction in which I am/we are located, including as described under the section "Distribution and Solicitation Restrictions" of the Preliminary Offering Memorandum. I/we have received a copy of the Offer Document (if we are in India) or the Preliminary Offering Memorandum (if we are outside India) and that my/our investment decision is based solely on the Offer Document or the Preliminary Offering Memorandum, as applicable. I am/we are not an affiliate of the Trust or a person acting on behalf of such affiliate. I/We confirm that I/we am/are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including SEBI or under the provisions of any law, regulation or statute. The Units have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. This Bid cum Application Form is being issued to you on basis that you (i) agree to abide by (1) this Bid cum Application Form and (2) the Offer Document (if you are in India) or the Preliminary Offering Memorandum (if you are outside India), together with the terms and conditions contained therein.

**FOR INSTITUTIONAL INVESTORS:** We confirm that the Bid Size/maximum Units applied for by us do not exceed the relevant regulatory approvals/limits. I/We confirm that I/we am/are eligible to participate in the Offer and be Allotted Units under applicable law. I/We am/are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including SEBI or under the provisions of any law, regulation or statute. Further: 1) In accordance with ASBA process provided in the relevant regulations and circulars issued by the SEBI and as disclosed in the Offer Document, I/we authorize (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs or the RTAs or the CDPs to do all acts as are necessary to make the Bid in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Bid cum Application Form, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer, after finalization of Basis of Allotment; and (b) the Registrar to the Offer to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalization of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the Bid. 3) I/we hereby authorize the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs or RTAs or the CDPs, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

Please note that Bidders forming part of the public (other than the Sponsor, the Project Manager, their respective related parties and their respective associates) are restricted from holding more than 25% of the Units of the Trust pursuant to the InvIT Regulations. For further details see "Offer Information" on page 252 of the Offer Document (if you are in India).

### INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole and/ or first Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the first Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an "Indication to make an offer" and not an "offer".
- The first Bidder, should mention his/ her PAN allotted under the Income Tax Act, 1961 and any Bid cum Application Form without the PAN is liable to be rejected. Except for Bids by or on behalf of the Central or State Government and the officials appointed by the Courts and by investors residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar will obtain demographic details registered with depository participants to be used, among other things, for Allotment, technical rejections, or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their details, including their demographic details as appearing on the records of the Depository Participant. Please note that failure to do so could result in failure in allotment of Units, delay in blocking or unblocking of ASBA account at the Bidders sole risk and none of the members of the Syndicate, the Registrar, the RTAs, the CDPs, the SCSBs or the Investment Manager shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The Price Band, and the Minimum Bid Size will be decided by the Investment Manager in consultation with the Lead Managers and will be announced at least two working days prior to the Bid/Offer Opening Date, on the website of POWERGRID Infrastructure Investment Trust, the Sponsor, the Investment Manager, and shall be made available to the Stock Exchanges for the purpose of uploading on their respective websites.

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least one Working Day subject to the total Bid/Offer Period not exceeding 30 days, provided that there shall not be more than two revisions to the Price Band during the Bid/Offer Period. Any revision to the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges during the Bid/Offer Period and by indicating the change on the websites of POWERGRID Infrastructure Investment Trust, the Sponsor, the Investment Manager and Stock Exchanges.

**Maximum and Minimum Bid Size:** The Bid must be for a minimum of such number of Units such that the Bid Amount is not less than ₹ 0.1 million. A Bid cannot be submitted for such number of Units which exceeds the Offer size. The maximum Bid by any Bidder including Institutional Investors should not exceed the investment limits prescribed for them under applicable laws, including the limit under the InvIT Regulations.

- Please tick Category as applicable to ensure proper upload of Bids in the Stock Exchange system. For further details pertaining to the investor category, please refer "Offer Structure" on page 250 of the Offer Document.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- Total Bid Amount payable must be calculated for the highest value of Optional Bids, at Bid price, at the time of the submission of the Bid cum Application Form. Cheques/Demand Draft/Cash/stock invest/money orders/ postal orders will not be accepted. NRI Bidders bidding on a non-repatriation basis by using Resident Forms are required to authorise their SCSB to block their Non-Resident Ordinary (NRO) accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. The NRI Bidders bidding on a non repatriation basis can obtain the Bid cum Application Form from the Principal place of business of POWERGRID Infrastructure Investment Trust or from any of the members of the Syndicate or CDPs or RTAs or Registered Brokers from their offices. Bidders to please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
- Only the first Bidder is required to sign the Bid cum Application Form /Revision Form. Bidders should ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Bank Account Holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder, (Necessary revisions in the Bidders undertaking and instruction will be required depending upon the jurisdiction in which the sale of shares is proposed.)
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form or Revision Form as applicable. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, and/or SCSBs (as appropriate) will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Application Form.
- Bidders must provide details of valid and active DP ID, Client ID and PAN clearly without any error. Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available with the Depositories, the Bid cum Application Form is liable to be rejected.
- The Units have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws of the United States, and 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, the Units are being offered and sold (i) within the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act, and (ii) outside the United States in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.

**Note :** Terms used but not defined herein shall have the meaning assigned to such terms in the Offer Document.

----- TEAR HERE -----

	TRUST CONTACT DETAILS	REGISTRAR CONTACT DETAILS
<ul style="list-style-type: none"><li>In case of queries related to Allotment/ credit of Allotted Units, the Bidders should contact Registrar to the Offer.</li><li>In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB.</li><li>In case of queries related to upload of Bids submitted to the Syndicate Members/RTAs/ Registered Brokers/ CDPs, as applicable the Bidders should contact the relevant Designated Intermediary.</li></ul>	<b>POWERGRIDINFRASTRUCTUREINVESTMENTTRUST</b> (acting through its Investment Manager, namely <b>POWERGRID Unchahar Transmission Limited</b> ) <b>Principal Place of Business:</b> Plot No. 2, Sector 29, Gurgaon 122 001 <b>Tel:</b> +91 124 282 3177; <b>Fax:</b> +91 124 282 3180 <b>Compliance Officer:</b> Anjana Luthra <b>E-mail:</b> investors@pginit.in; <b>Website:</b> www.pginit.in	<b>KFin Technologies Private Limited</b> (Formerly known as "Karvy Fintech Private Limited") Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032 <b>Tel:</b> +91 40 6716 2222; <b>Fax:</b> +91 40 2343 1551 <b>E-mail:</b> powergrid.invit@kfintech.com <b>Investor grievance e-mail:</b> einward.ris@kfintech.com <b>Website:</b> www.kfintech.com; <b>Contact Person:</b> M Murali Krishna <b>SEBI Registration No.:</b> INR000000221