



August 01, 2022

The BSE Ltd.

1st Floor, New Trading Wing, Rotunda Building,
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai - 400001

corp.relations@bseindia.com

Security Code No.: 531260

RE: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Subject: Litigation(s) / dispute(s) / regulatory action(s) with impact.

Dear Sir(s)/ Madam,

This is with reference to the captioned subject and in terms of Regulation 30 read with Para B of Part A of Schedule III to the SEBI Listing Regulations and the SEBI Circular No. CIR/CFD/CMD4/2015 dated 9th September, 2015 and our earlier announcements made from time to time in this regard.

We would like to inform all our stakeholders that consequent to the forensic audit ordered by the Securities & Exchange Board of India ("SEBI") and subsequent investigation for the proposed transaction pertaining to the Framework Agreement dated June 23, 2020 ("**Framework Agreement**") including all its amendments (*which was cancelled by the Board of Directors, in its meeting held on March 21, 2022*) and the Interim Order dated February 15, 2021 (WTM/SKM/CFID/4/2020-21) and the Confirmation Order dated July 15, 2021 (WTM/SC/CFID/43/2021-22), issued by SEBI, in the matter of SunEdison Infrastructure Limited ("**Company**" or "**SIL**"), SEBI, had vide its letter no. SEBI/HO/CFID/CFID-SEC2/P/OW/2022/28737/1 dated July 15, 2022, issued Administrative Warning cum Advice to the Company on the basis of its findings during the investigation process.

SEBI vide its aforesaid Order dated July 15, 2022, had directed to place the observations of SEBI before the Audit Committee and the Board of Directors of the Company and take measures to comply with the same, within a period of three months from the date of receipt of SEBI's letter (i.e., July 15, 2022), which were complied with by the Company and intimation to that effect was also made to the stock exchange and the SEBI, vide announcement letter dated July 22, 2022.

We would like to further inform all our stakeholders that since the Company had already suitably cancelled/terminated the Framework Agreement dated June 23, 2020, in respect of which the Company was earlier directed to maintain status quo by the Interim and Confirmatory Orders passed by SEBI, restraining the Company from disposing, selling or alienating its assets, including effecting the transactions agreed upon under the Framework Agreement and complied with the directions of SEBI, accordingly, SEBI, vide its Final/Revocation Order bearing reference no. WTM/AB/CFID/CFID-SEC2/18110/2022-23 dated July 28, 2022, has revoked the restraint imposed on the Company vide the Interim Order dated February 15, 2021 and the Confirmatory Order dated July 15, 2021, with immediate effect.

The necessary disclosures pursuant to the SEBI Circular No. CIR/CFD/CMD4/2015 dated 9th September, 2015 are as follows: -

SunEdison Infrastructure Limited

CIN: L40100TN1994PLC028263

Registered Office: 11th Floor, Bascon Futura SV IT Park, New #10/2, Old #56L,
Venkatanarayana Road, T Nagar, Chennai - 600 017, Tamil Nadu



044-4340 5950

cscpliance@sunedisoninfra.com

www.sunedisoninfra.com



Regularly till the litigation is concluded or dispute is resolved:	
a) the details of any change in the status and/or any development in relation to such proceedings:	SEBI has revoked the restraint imposed on the Company vide the Interim Order dated February 15, 2021 and the Confirmatory Order dated July 15, 2021, vide its Final /Revocation Order bearing reference no. WTM/AB/CFID/CFID-SEC2/18110/2022-23 dated July 28, 2022, with immediate effect.
b) in the case of litigation against key management personnel (KMP) or its promoter or ultimate person in control, regularly provide details of any change in the status and/or any development in relation to such proceedings:	No applicable.
c) in the event of settlement of the proceedings, details of such settlement including- terms of the settlement, compensation/penalty paid (if any) and impact of such settlement on the financial position of the listed entity:	Not applicable.

You are requested to take the above information on records and disseminate the same on your website.

Thanking you.

Yours faithfully,
For SunEdison Infrastructure Limited


Vinay Aggarwal
Company Secretary & Compliance Officer
ACS-39099



Encl.: Final/Revocation Order in the matter of SunEdison Infrastructure Limited.

SECURITIES AND EXCHANGE BOARD OF INDIA

ORDER

UNDER SECTIONS 11(1), 11(4) AND 11B OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992

IN RESPECT OF:

ENTITY	PAN
SUNEDISON INFRASTRUCTURE LIMITED	AACCS3211N

IN THE MATTER OF SUNEDISON INFRASTRUCTURE LIMITED

1. SunEdison Infrastructure Limited ('SIL'/'Company') is a company listed on BSE India Limited ('BSE'), having its registered office address at 11th Floor, Bascon Futura, New No: 10/2, Old No: 56L, Venkatanarayana Road, T. Nagar, Chennai, Tamil Nadu -600017.
2. Pursuant to receipt of a complaint alleging sale of assets of the Company to its promoters or related entities on a slump sale basis at erroneous and reduced valuation by entering into a Framework Agreement dated June 23, 2020, SEBI conducted a preliminary examination.
3. Based on the findings of the preliminary examination, SEBI passed an *ad interim ex-parte* order dated February 15, 2021 ('Interim Order'), *inter-alia* issuing the following directions –
 - a. SIL is restrained from disposing, selling or alienating its assets including effecting the transactions agreed upon under the Framework Agreement dated June 23, 2020.
 - b. SIL, its management and all signatories to the Framework agreement dated June 23, 2020 are directed to maintain status-quo in respect of all transactions and shall not undertake any act in furtherance of the Framework agreement till further direction in this matter.
4. The directions in the Interim Order were later confirmed by SEBI vide an Order dated July 15, 2021 ('Confirmatory Order'), subject to certain modifications.
5. Subsequently, the Company vide corporate announcement dated March 21, 2022, made on BSE, informed that *"the parties to the Framework Agreement have decided to cancel the transactions under the Framework Agreement relating to the purchase of Identified Businesses (as defined in the Framework Agreement) from the Company and conversion of outstanding loan from Sherisha Technologies Private Limited to SIL Rooftop Solar Private Limited into equity*



shares of SIL Rooftop Solar Private Limited (except to the extent of South Lake one LLC and Fenice Investment Group LLC shareholding in SILRES Energy Solutions Private Limited).

All the parties to the Framework Agreement have accorded their consent /approval to cancel the aforementioned transactions under the Framework Agreement. Pursuant to the confirmation received from all the parties, the Board of Directors of the Company has accordingly, accorded its approval to cancel the aforementioned transactions under the Framework Agreement in its meeting held on March 21, 2022."

6. I note that the Company has now suitably cancelled/terminated the Framework Agreement dated June 23, 2020, in respect of which SIL was earlier directed to maintain status quo by the Interim and Confirmatory Orders passed by SEBI. It is also noted that SEBI has issued an Administrative Warning cum Advice Letter dated July 15, 2022, to the Company in respect of these transactions.
7. Considering the aforesaid facts, I am of the opinion that the direction issued vide the Interim Order and the Confirmatory Order restraining the company from disposing, selling or alienating its assets, including effecting the transactions agreed upon under the Framework Agreement dated June 23, 2020, and maintaining status-quo in respect of the transaction, can be revoked.

ORDER

8. I, in exercise of the powers conferred upon me under Section 19 of the SEBI Act read with Sections 11, 11(4) and 11B thereof, hereby revoke the restraint imposed on **SunEdison Infrastructure Limited (PAN: AACCS3211N)** vide the Interim Order dated February 15, 2021, and the Confirmatory Order dated July 15, 2021.
9. This Order shall come into force with immediate effect.
10. A copy of this Order shall be forwarded to the recognized Stock Exchanges and Depositories for their information and necessary action.

Date: July 28, 2022
Place: Mumbai




ASHWANI BHATIA
WHOLE TIME MEMBER
SECURITIES AND EXCHANGE BOARD OF INDIA