



Utilities And Power Private Limited
CIN: U40100GJ1991PTC051130

December 14, 2016

BSE Limited
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Dear Sir,

Subject: Compliance under Regulation 52(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

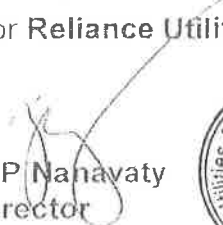
This has reference to the 20,000 – 8.95% Secured Redeemable Non-Convertible Debentures – PPD 3 (RUPPL-8.95%-26-04-23-PVT) – ISIN: INE936D07067 and 20,000 – 9.75% Secured Redeemable Non-Convertible Debentures – PPD 4 (RUP-9.75%-2-8-2024-PVT) – ISIN: INE936D07075 of the Company listed on the Wholesale Debt Market Segment of the Exchange.

Further to our letter dated December 14, 2016 in connection with unaudited financial results for the half year ended September 30, 2016, we send herewith a certificate pursuant to Regulation 52(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 issued by Axis Trustee Services Limited, Debenture Trustee for the above captioned debentures issued by the Company.

We request you to kindly bring the above information to the notice of your members.

Thanking you,
Yours faithfully,

For **Reliance Utilities And Power Private Limited**


K P Nanavaty
Director
(DIN: 00001580)



Encl.: As above



ATSL/CO/2016-17/ 3894
December 14, 2016

To,
Reliance Utilities and Power Private Limited
3rd Floor, Maker Chambers IV,
222 Nariman Point, Mumbai – 400021

Kind Attn: Mr. Mariyappan

Dear Sir,

Reliance Utilities and Power Private Limited (the Company) – Letter of Debenture Trustee
pursuant to Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements)
2015

We write in our capacity as the Debenture Trustee for the Non-Convertible Debentures (NCDs) issued by the Company ("Company") and listed on the BSE Limited ("Listed Debt Securities").

Pursuant to Regulation 52(4) read with Regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company is required to submit its half yearly/annual financial results to the Stock Exchange, with a letter of the Debenture Trustee (Axis Trustee Services Limited) that the Debenture Trustee has noted the contents furnished by the Company in terms of Regulation 52(4).

In pursuance thereof we hereby confirm that we have received the said information vide your letter dated 14th December, 2016 for the half year ending 30th September, 2016 along with the relevant/necessary supporting and we have noted the contents in respect of the Listed Debt Securities issued by the Company.

Further please note that we have not independently verified the contents submitted vide your above letter and the aforesaid noting is subject to the following:

1. The Debenture Trustee is relying on the information/status as submitted by the company for the purpose of submission to the Stock Exchange; without reconfirming.
2. Any commitment pertaining to the interest /principal payable on the future due dates are sole commitment on the company's part and Trustee is not liable in any manner if company fails to fulfill / does not fulfill its commitments.

Thanking You,

Yours Faithfully
For **Axis Trustee Services Limited**

Authorised Signatory

AXIS TRUSTEE SERVICES LTD.

(A wholly owned subsidiary of Axis Bank)

Corporate Identity Number (CIN): U74999MH2008PLC182264

CORPORATE & REGISTERED OFFICE : Axis House, Ground Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

TEL : 022-6226 0054 / 6226 0050 Website: www.axistrustee.com