

GODAWARI POWER AND ISPAT LIMITED

March 20, 2023

Please note that the Board of Directors approved the buyback up to 50,00,000 (Fifty Lakhs) fully paid-up equity shares having a face value of ₹5 (Rupees Five Only) each ("Maximum Buyback Shares"), representing up to 3.66% of the total number of Equity Shares in the paid-up equity share capital of the Company as on March 31, 2022 (excluding 45,00,000 shares held by Trust in Treasury) at a price of ₹500 (Rupees Five Hundred only) per Equity Share ("Buyback Price"), payable in cash, for an aggregate amount not exceeding ₹250.00 Crores (Rupees Two Hundred Fifty Crores only) ("Buyback Size"), representing 8.14% and 7.67% of the aggregate of the total paid up equity share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022, respectively (being the latest standalone and consolidated audited financial statements available at the Board Meeting), excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, filing fees, printing and dispatch expenses and other incidental and related expenses and charges ("Transaction Costs"), from all the equity shareholders/beneficial owners of the equity shares of the Company including promoters and members of the promoter group of the Company. The Buyback is proposed to be undertaken from the equity shareholders/beneficial owners of the Company as on Friday, 31 March 2023 ("Record Date"), on a proportionate basis through the Tender Offer route in accordance with the provisions of the Companies Act, 2013, as amended (the "Companies Act") and the relevant rules made thereunder including the Companies (Share Capital and Debentures) Rules, 2014 to the extent applicable, and in compliance with the SEBI Buy-Back Regulations, 2018, as amended (hereinafter referred to as the "SEBI Buyback Regulations").

Pursuant to Regulation 42 of the Listing Regulations and regulation 9(I) of the Buy-back Regulations, the Company has fixed Friday, March 31 2023, as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders who shall be eligible to participate in the Buyback.

Promoter's Holding = 67.50% = 9,51,43,412 Equity Shares

Public holding upto Rs.2Lacs = 4.87% = 68,66,823 Equity shares

CMP = Rs.384.60 per share

MARKET CAP = Rs. 5417.93 crore

BUY – BACK Price = Rs.500 per share

Buy Back of Shares = 50,00,000 Equity Shares (representing 3.66% of the total paid-up capital of the Company) ("Equity Shares")

Route : Tender offer

Retail Acceptance ratio = 11% (According to share holding pattern as on date) (Probability of acceptance – 20-22%)

Overall Acceptance ratio= 4%

Record date – March 31, 2023

Total Buyback size : Rs 250 Crores

<https://www.bseindia.com/xml-data/corpfiling/AttachLive/bb199da2-f029-4cce-959d-fe94027752c0.pdf>

<https://www.bseindia.com/xml-data/corpfiling/AttachLive/7960b5d0-aac1-4c8a-8659-1b158c53be5e.pdf>

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