

एनएमडीसी



NMDC

एन एम डी सी लिमिटेड NMDC Limited

(भारत सरकार का उद्यम) (A GOVT. OF INDIA ENTERPRISE)

पंजीकृत कार्यालय : 'खनिज भवन', 10-3-311/ए, कैसल हिल्स, मासाब टैंक, हैदराबाद - 500 028.
Regd. Office : 'Khanij Bhavan' 10-3-311/A, Castle Hills, Masab Tank, Hyderabad - 500 028.
नेगम पहचान संख्या / Corporate Identity Number : L13100AP1958 GOI 001674

10th October, 2016

The Manager, Department of Corporate Services BSE Limited 25 th Floor, P J Towers, Dalal Street, Mumbai, Maharashtra- 400001	The Manager Listing Department National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra, East, Mumbai, Maharashtra- 400051
The Manager, The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata - 700001	

Ref: NMDC Limited

Sub: Regulation 19 (7) of SEBI Buy-back Regulation 1998- Post Buyback Public Announcement

Dear Sir/Madam,

Pursuant to regulation 19(7) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 as amended, the Company has made a Post-Buyback Public Announcement dated October 8, 2016 for the Buyback of 80,08,25,526 fully paid-up equity shares of the Company of face value of ` 1 each at a price of ` 94 (Rupees Ninety Four) per equity share on a proportionate basis from the equity shareholders of the Company, through the tender offer route. The Post Buyback Public Announcement has been published in the newspapers, namely, Financial Express (English), Jansatta (Hindi) and Nava Telengana (Telugu) on 9th October, 2016.

We are enclosing a copy of the Post-Buyback Public Announcement for your information and record.

We request to take the above information on record.

Thanking you,

Yours faithfully,
For NMDC Limited

A.S. Pardha Saradhi
Company Secretary
Encl: As above.





NMDC Limited

(A Government of India Enterprise)

Registered & Corporate Office: Khanj Bhavan 10-3-311/A, Castle Hills, Masab Tank, Hyderabad-500028, Telangana, India
CIN: L13100AP1958GOI001674

Contact Person: Shri A.S.Pardha Saradhi-Company Secretary and Compliance Officer
Tel: +91 (40) 23538757 Fax: +91 (40) 23538759, E-mail: cs@nmdc.co.in Website: www.nmdc.co.in

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF NMDC LIMITED

This Public Announcement (the "Post Buyback Public Announcement") is being made pursuant to the provisions of Regulation 19 (7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated August 4, 2016 (the "Public Announcement"), and the Letter of Offer dated September 12, 2016 (the "Letter of Offer"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. NMDC Limited (the "Company") had announced the Buyback of not exceeding 80,08,25,526 fully paid-up equity shares of face value of ₹ 1 each ("Equity Shares") from all the existing shareholders / beneficial owners of Equity Shares as on the record date (i.e. Friday, August 19, 2016), on a proportionate basis, through the "Tender Offer" process at a price of ₹ 94 (Rupees Ninety Four only) per Equity Share payable in cash for an aggregate consideration not exceeding ₹ 7,527,75,99,499 (Rupees Seven Thousand Five Hundred and Twenty Seven Crores Seventy Five Lakh Ninety Nine Thousand Four Hundred and Ninety Nine only) ("Buyback Offer Size"). The Buyback Offer Size represents not exceeding 25% of the aggregate of the Company's fully paid-up share capital and free reserves, as per the audited accounts of the Company for the financial year ended March 31, 2016 (the last audited standalone financial statements available as on the date of Board Meeting recommending the proposal of the Buyback) and is within the statutory limits of 25% of the aggregate of the fully paid up share capital and free reserves as per the audited accounts of the Company for the financial year ended March 31, 2016. The number of Equity Shares bought back in the Buyback constitutes 20.20% of the pre Buyback equity share capital of the Company.

1.2. The Company has adopted Tender Offer route for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 ("SEBI Circular").

1.3. The Buyback Offer opened on Monday, September 19, 2016 and closed on Friday, September 30, 2016.

2. DETAILS OF BUYBACK

2.1. The total number of Equity Shares bought back under the Buyback Offer are 80,08,25,526 Equity Shares at a price of ₹ 94 (Rupees Ninety Four only) per Equity Share.
2.2. The total amount utilized in the Buyback of Equity Shares is ₹ 7,527,75,99,444 (Rupees Seven Thousand Five Hundred Twenty Seven Crores Seventy Five Lakh Ninety Nine Thousand Four Hundred and Forty Four only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc.
2.3. The Registrar to the Buyback i.e. Karvy Computershare Private Limited (the "Registrar") considered 46 valid bids for 99,11,84,418 (Ninety Nine Crores Eleven Lakhs Eighty Four Thousand Four Hundred and Eighteen) Equity Shares in response to the Buyback, resulting in the subscription of approximately 1.24 times the maximum number of shares proposed to be bought back. The details of valid bids received by the Registrar in the Buyback Offer* are as follows:

Category of Investor	No. of Equity Shares reserved in Buyback	No. of Valid Bids	Total Equity Shares Validly tendered	% Response
General category of other Shareholders	75,90,22,334	2	99,11,79,425	130.59
Reserved category for Small Shareholders	4,18,03,192	44	4,993	0.01
Total	80,08,25,526	46	99,11,84,418	123.77

* As per the certificate dated October 05, 2016 received from Karvy Computershare Private Limited.

Note: All Equity Shares validly tendered by Small Shareholders i.e. 4,993 Equity Shares, have been accepted in full. As regards Equity Shares tendered by Shareholders in the General Category, the Additional Equity Shares tendered by them over and above their Buyback Entitlement, have been accepted on a proportionate basis. Accordingly, out of 99,11,79,425 Equity Shares validly tendered by the Shareholders in General Category, 80,08,20,533 Equity Shares have been accepted for the Buyback Offer.

2.4. All valid bids have been considered for the purpose of Acceptance in accordance with the Buyback Regulations and Paragraph 19 of the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar to respective Shareholders on October 7, 2016.

2.5. The settlement of all valid bids have been completed by the Clearing Corporation / BSE on October 07, 2016. The funds in respect of accepted Equity Shares have been paid out to the respective Shareholder Brokers / custodians.

2.6. Demat Equity Shares accepted under the Buyback have been transferred to the Company's demat escrow account on October 07, 2016. The unaccepted demat Equity Shares have been returned to respective Shareholder Brokers / custodians by the Clearing Corporation / BSE on October 07, 2016.

2.7. The extinguishment of 80,08,25,526 Equity Shares accepted under the Buyback in dematerialized form is currently under process and shall be completed by October 13, 2016. The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company, pre and post Buyback Offer is as under:

(Equity Shares have a face value of ₹ 1 each)

Particulars	Pre Buyback		Post Buyback*	
	No. of Equity Shares	Amount (₹ in crore)	No. of Equity Shares	Amount (₹ in crore)
Authorized share capital	400,00,00,000	400.00	400,00,00,000	400.00
Issued, subscribed and paid up share capital	396,47,16,000	396.47	316,38,90,474	316.38

* Subject to extinguishment of 80,08,25,526 Equity Shares

3.2. The details of the Shareholders / beneficial owners from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted for Buyback Offer are as mentioned below:

S. No.	Name of the Shareholder	No. of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback Equity Shares
1.	President of India acting through Ministry of Steel, Government of India	80,08,20,108	100.00%	25.31%

3.3. The shareholding pattern of the Company pre-Buyback (as on Record Date i.e. August 19, 2016) and post Buyback, is as under:

Particulars	Pre Buyback		Post Buyback*	
	No. of Equity Shares	% of the existing equity share capital	No. of Equity Shares	% of the post Buyback equity share capital
Promoters	3,171,946,300	80.00	2,371,126,192	74.94
Foreign Investors (including Non Resident Indians, FIs, FPIs and Foreign Mutual Funds)	142,027,238	3.58	142,027,238	4.49
Financial Institutions/ Banks/ Mutual Funds promoted by Banks/ Institutions	553,484,631	13.96	553,484,631	17.49
Other (public, public bodies corporate etc.)	97,257,831	2.45	97,252,413	3.07
Total	3,964,716,000	100.00	3,163,890,474	100.00

* Subject to extinguishment of 80,08,25,526 Equity Shares

4. MANAGER TO THE BUYBACK OFFER



IDBI CAPITAL MARKETS & SECURITIES LIMITED

(Formerly known as IDBI Capital Market Services Limited)
3rd Floor, Mafatlal Centre, Nariman Point, Mumbai-400 021
Contact Person: Sumit Singh, Tel: +91 (22) 4322 1219, Fax: +91 (22) 2285 0785
E-mail: nmdd.buyback@idbicapital.com Website: www.idbicapital.com
SEBI Registration Number: INM000010886 Validity Period: Permanent
CIN: U65990MH1993GOI075578

5. DIRECTORS' RESPONSIBILITY

As per Regulation 19(1) (a) of the Buyback Regulations, the Board of Directors of the Company accept full and final responsibility for the information contained in this Post Buyback Public Announcement and confirm that the information in this Post Buyback Public Announcement contain true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of NMDC Limited

Sd/-
Smt. Bharathi S Sihag
Chairman-cum-Managing Director
DIN: 02154196

Sd/-
Shri Devinder Singh Ahluwalia
Director (Finance)
DIN: 02164448

Sd/-
A.S. Pardha Saradhi
Company Secretary

Date: October 8, 2016
Place: New Delhi

Nava Telangana - 9th October 2016



NMDC Limited

(A Government of India Enterprise)

Registered & Corporate Office: Khanj Bhavan 10-3-311/A, Castle Hills, Masab Tank, Hyderabad-500028, Telangana, India
CIN: L13100AP1959GOI001674

Contact Person: Shri A.S.Pardha Saradhi-Company Secretary and Compliance Officer
Tel: +91 (40) 23538757 Fax: +91 (40) 23538759, E-mail: cs@nmdc.co.in Website: www.nmdc.co.in

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Total	3,964,716,000	100.00	3,163,890,474	100.00

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4. MANAGER TO THE BUYBACK OFFER



IDBI CAPITAL MARKETS & SECURITIES LIMITED

(Formerly known as IDBI Capital Market Services Limited)

3rd Floor, Mallat Centre, Nariman Point, Mumbai-400 021

Contact Person: Sumit Singh, Tel: +91 (22) 4322 1219, Fax: +91 (22) 2285 0785

E-mail: nmdc.buyback@idbicapital.com, Website: www.idbicapital.com

SEBI Registration Number: INM000109566 - Validity Period: Permanent

CIN: U85990MH1993GOI075578

5. DIRECTORS' RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accept full and final responsibility for the information contained in this Post Buyback Public Announcement and confirm that the information in this Post Buyback Public Announcement contain true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of NMDC Limited

Sd/-
Smt. Bharathi S Shag
Chairman-cum-Managing Director
DIN: 02154195

Sd/-
Shri Devinder Singh Ahluwalia
Director (Finance)
DIN: 02164448

Sd/-
A.S. Pardha Saradhi
Company Secretary

Date: October 8, 2016
Place: New Delhi