



भारत सरकार  
GOVERNMENT OF INDIA  
कोयला मंत्रालय  
MINISTRY OF COAL  
शास्त्री भवन, नई दिल्ली  
SHASTRI BHAWAN, NEW DELHI

Date: 27.10.2017

To,

**NLC India Limited**  
Block-1, Neyveli – 607 801,  
Tamil Nadu, India

**The Managing Director**  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Mumbai-400 001

**The Managing Director**  
National Stock Exchange of India  
Limited, Exchange Plaza  
Plot No. C/1, G Block, Bandra Kurla  
Complex, Bandra (East)  
Mumbai 400 051

Dear Sir / Madam

**Sub: Disclosure of change in shareholding under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”).**

This is with reference to the Offer for Sale announced by the President of India, acting through the Ministry of Coal, Government of India (“**Seller**”) on October 24, 2017 for sale of up to 4,58,57,053 equity shares of face value of Rs. 10/- each of NLC India Limited (“**Company**”) with an option to additionally sell up to 3,05,71,368 equity shares of the Company (the “**Oversubscription Option**”) on October 25, 2017 and October 26, 2017. We also refer to the intimation letter dated October 25, 2017, pursuant to which the Seller expressed its intention to exercise its option to offer additional equity shares to the extent of 3,05,71,368, in addition to the 4,58,57,053 offered on October 25, 2017. In this regard, we wish to inform you that the Seller has sold 6,11,42,737 equity shares of the Company on T day (i.e. October 25, 2017) and 1,52,85,684 equity shares of the Company on T+1 day (i.e. October 26, 2017).

The above sale of equity shares took place on a separate designated window of BSE Limited and National Stock Exchange of India Limited and was undertaken in accordance with the “Comprehensive Guidelines on Offer for Sale (OFS) of shares by promoters through the Stock Exchange Mechanism” issued by the Securities and Exchange Board of India (“**SEBI**”) through its circular no CIR/MRD/ DP/18/2012 dated July 18, 2012, as substantially amended by circular number CIR/ MRD/DP/04/2013 dated January 25, 2013, circular number CIR/MRD/DP/17/2013 dated May 30, 2013, circular number CIR/MRD/DP/24/2014 dated August 8, 2014, circular number CIR/MRD/DP/32/2014 dated December 1, 2014, circular number CIR/MRD/DP/12/2015 dated June 26, 2015, circular number CIR/MRD/DP/36/2016 dated February 15, 2016 and circular number CIR/MRD/DP/65/2017 dated June 27, 2017, read with Section 21 of Chapter 1 of the Master Circular for Stock Exchange and Clearing Corporation – Trading (No. HO/MRD/DP/CIR/P/2016/135) dated December 16, 2016 issued by SEBI.

  
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अवर सचिव / Under Secy.  
भारत सरकार / Govt. of India  
कोयला मंत्रालय / Ministry of Coal  
शास्त्री भवन / Shastri Bhawan  
नई दिल्ली / New Delhi

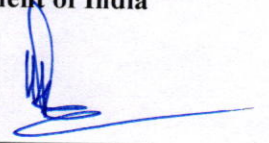


In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”), we are hereby notifying the information regarding the above sale of shares made by us on October 25, 2017. As required under Regulation 29(3) of SEBI Takeover Regulations, we are informing you about the said sale within 2 working days of such sale.

Enclosed is the report in the format as prescribed by SEBI.  
The above is for your information and records.

Yours sincerely,

**On behalf of the President of India, Ministry of Coal, Government of India**




Kishore Kumar  
Undersecretary, Ministry of Coal  
**Government of India**

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acquirer			
<b>Total (a+b+c+d)</b>	7,64,28,421	5.00% <sup>(1)</sup>	5.00% <sup>(1)</sup>
After the acquisition/ sale, holding of the Seller:			
a) Shares carrying voting rights	1,28,89,63,953	84.32%	84.32%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
<b>Total (a+b+c+d)</b>	1,28,89,63,953	84.32%	84.32%
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for Sale by President of India, acting through and represented by the Ministry of Coal, Government of India through the stock exchange mechanism in accordance with circular bearing no. CIR/MRD/DP/18/2012 dated July 18, 2012 (“SEBI OFS Circular”) notified by the Securities and Exchange Board of India pertaining to comprehensive guidelines on offer for sale of shares by promoters through stock exchange mechanism, as amended by SEBI vide its circular number CIR/MRD/DP/04/2013 dated January 25, 2013, circular number CIR/MRD/DP/ 17 /2013 dated May 30, 2013, circular number CIR/MRD/DP/24/2014 dated August 8, 2014, circular number CIR/MRD/DP/32/2014 dated December 1, 2014, circular number CIR/MRD/DP/12/2015 dated June 26, 2015 and circular number CIR/MRD/DP/36/2016 dated February 15, 2016 and circular number CIR/MRD/DP/65/2017 dated June 27, 2017 issued by the Securities and Exchange Board of India (“SEBI”) (together with SEBI OFS Circular, “SEBI OFS Circulars”), read with Section 21 of Chapter 1 of the Master Circular for Stock Exchange and Clearing Corporation – Trading (No. HO/MRD/DP/CIR/P/2016/135) dated December 16, 2016 issued by SEBI.		
7. Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	October 25, 2017; and October 26, 2017.		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	<b>Number of Shares:</b> 1,52,85,68,427 <b>Amount (in Rs.):</b> 15,28,56,84,270* (*Face value of Rs. 10/- per equity share)		
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	<b>Number of Shares:</b> 1,52,85,68,427 <b>Amount (in Rs.):</b> 15,28,56,84,270* (*Face value of Rs. 10/- per equity share)		
10. Total diluted share/voting capital of the TC after the said acquisition/ sale	<b>Number of Shares:</b> 1,52,85,68,427 <b>Amount (in Rs.):</b> 15,28,56,84,270* (*Face value of Rs. 10/- per equity share)		

  
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 शास्त्री भवन / Shastri Bhawan  
 नई दिल्ली / New Delhi



**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	NLC India Limited (the “Company”)		
2. Name(s) of the Seller acquirer and Persons Acting in Concert (PAC) with the acquirer	The President of India, acting through and represented by the Ministry of Coal, Government of India (the “Seller”)		
3. Whether the Seller acquirer belongs to Promoter/Promoter group	Yes, the Seller is the Promoter of the Company.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited (“BSE”) and The National Stock Exchange of India Limited (“NSE”)		
5. Details of the acquisition/disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/voting capital of the TC (*)</b>
Before the acquisition- Sale under consideration, holding of :			
a) Shares carrying voting rights	1,36,53,92,374	89.32%	89.32%
b) Shares in the nature of encumbrance(pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
<b>Total (a+b+c+d)</b>	1,36,53,92,374	89.32%	89.32%
<b>Details of acquisition/ sale of shares held by the Seller</b>			
a) Shares carrying voting rights	7,64,28,421	5.00% <sup>(1)</sup>	5.00% <sup>(1)</sup>
b) VRs acquired/ sold otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	-	-	-
d) Shares encumbered/ invoked/released by the	-	-	-


  
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- (1) The Offer for Sale was announced on October 24, 2017 for sale of up to 4,58,57,053 equity shares of face value of Rs. 10/- each with an option to additionally sell up to 3,05,71,368 equity shares of the Company. The Seller expressed its intention to exercise its option to offer additional equity shares to the extent of 3,05,71,368, in addition to the 4,58,57,053 offered on October 25, 2017. This is the disclosure of the shares allotted on the basis of the valid bids received on T day (i.e. October 25, 2017) and T+1 day (i.e. October 26, 2017).
- (\*) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC. There is no change in the paid up share capital of the TC on account of the Offer for Sale as the said sale is secondary in nature.

Yours sincerely,

**On behalf of the President of India, Ministry of Coal, Government of India**

किशोर कुमार / KISHORE KUMAR  
अवर सचिव / Under Secy.  
भारत सरकार / Government of India  
कोयला मंत्रालय / Ministry of Coal  
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नई दिल्ली / New Delhi

Kishore Kumar  
Undersecretary, Ministry of Coal  
Government of India

**Place:** New Delhi.  
**Date:** 27.10.2017