JSL Overseas Limited

IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius Tel: (230) 467 3000 Fax: (230) 467 4000

31 May 2017

Ref: CL/KT/PDP

(Please quote our reference in your reply)

To

National Stock Exchange of India Ltd.

"Exchange Plaza", C-1, Block G,

Bandra-Kurla Complex, Bandra (E),

Mumbai - 400 051

takeover@nse.co.in

BSE Ltd.

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400 001

corp.relations@bseindia.com

Scrip Code: 532508

Scrip Code: JSL

Sub: <u>Disclosure under Regulation 29(2) of the Securities and Exchange Board of India</u> (Substantial Acquisition of Shares and Takeovers), Regulations, 2011

Dear Sir

In terms of the provisions of Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith the requisite disclosure in respect of transfer of 10,750,000 equity shares of INR2 each of Jindal Stainless Limited by way of gift to JSL Overseas Holding Limited.

Thank you.

Yours sincerely

For JSL Overseas Limited

Kooshal Ashley Torul

Director

Encl.: As mentioned above

CC:

The Company Secretary Jindal Stainless Limited O.P.Jindal Marg

Hisar – 125 005

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Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| Narr | ne of the Target Company (TC) | Jindal Stainless Limited | | | |
|---|--|---|--|--|--|
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | | JSL Overseas Limited and PAC as per list attached at Annexure -1 | | | |
| Whether the acquirer belongs to Promoter / Promoter group | | Yes – belongs to promoter group | | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | | National Stock Exchange of India Limited (NSE) BSE Limited (BSE) | | | |
| Details of the acquisition / disposal as follows | | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) | |
| | ore the acquisition under consideration, ding of : | | | | |
| a) | Shares carrying voting rights | 10,750,000 | 2.34 | 1.73 | |
| b) | Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking /others) | Nil | Nil | Nil | |
| c) | Voting rights (VR) otherwise than by shares | Nil | Nil | Nil | |
| 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) | Nil | Nil | Nil | |
| e) | Total (a+b+c+d) | 10,750,000 | 2.34 | 1.73 | |
| Det | tails of acquisition/sale | | | | |
| a) | Shares carrying voting rights acquired/sold | 10,750,000 | 2.34 | 1.73 | |
| b) | VRs acquired otherwise than by shares | Nil | Nil | Nil | |
| 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. | Nil | Nil | Nil | |
| d) | Shares encumbered /invoked/released by the acquirer | Nil | Nil | Nil | |

| e) | Total (a+b+c+d) | 10,750,000 | 2.34 | 1.73 | |
|---|---|---|------|------|--|
| Aft | er the acquisition/sale, holding of: | | | | |
| a) | Shares carrying voting rights | Nil | Nil | Nil | |
| b) | Shares encumbered with the acquired | Nil | Nil | Nil | |
| c) | VRs otherwise than by equity shares | Nil | Nil | Nil | |
| 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 | Nil | Nil | Nil | |
| e) | Total (a+b+c+d) | Nil | Nil | Nil | |
| Mode of acquisition/sale-(e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.) Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | | "Inter-se transfer amongst 'Qualifying Persons' for realignment of shareholding within the promoter and promoter group by way of gift. 29 May 2017 | | | |
| Equity share capital / total voting capital of the TC before the said acquisition/sale | | INR920,080,148 divided into 460,040,074 equity shares of INR2 each. | | | |
| | nity share capital/ total voting capital of the after the said acquisition/sale | INR920,080,148 divided into 460,040,074 equity shares of INR2 each. | | | |
| | al diluted share/voting capital of the TC or the said acquisition/sale | INR1,244,104,594 divided into 622,052,297 equity shares of INR2 each. | | | |

Note:

(*) Total share capital/voting capital to be taken as per the latest filing done by the company to the stock exchange under Clause 35 of the listing agreement.

(**) 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.

For J\$L Overseas Limited

Kooshal Ashley Torul

Director

Date: 31 May 2017 Place: Mauritius Names(s) of person and persons acting in concert (PAC) with the person ABHINANDAN INVESTMENTS LTD ABHYUDAY JINDAL ARTI JINDAL COLARADO TRADING CO LTD DEEPIKA JINDAL EVER PLUS SECURITIES & FINANCE LIMITED GAGAN TRADING CO LTD GOSWAMIS CREDITS & INVESTMENT LTD HEXA SECURITIES & FINANCE CO LTD JINDAL EQUIPMENT LEASING AND CONSULTANCY SERVICES LIMITED JSW HOLDINGS LIMITED NALWA SONS INVESTMENTS LTD KAMAL KISHORE BHARTIA MANJULA FINANCES LIMITED MANSAROVER INVESTMENTS LTD MEREDITH TRADERS PVT LTD NALWA ENGINEERING CO LTD NALWA INVESTMENT LTD NAVEEN JINDAL NAVEEN JINDAL HUF PARTH JINDAL PRITHVI RAJ JINDAL PRITHVI RAJ JINDAL HUF RATAN JINDAL R K JINDAL & SONS HUF RENUKA FINANCIAL SERVICES LIMITED ROHIT TOWERS BUILDING LTD SAJJAN JINDAL S K JINDAL & SONS HUF SANGITA JINDAL SARIKA JHUNJHUNWALA SAROJ BHARTIA SAVITRI DEVI JINDAL SEEMA JAJODIA SMINU JINDAL STAINLESS INVESTMENTS LTD SUN INVESTMENTS LTD **TANVI SHETE** TARINI JINDAL TRIPTI JINDAL URVI JINDAL VRINDAVAN SERVICES PRIVATE LIMITED JSL OVERSEAS HOLDING LIMITED JINDAL STRIPS LIMITED SIDDESHWARI TRADEX PVT LIMITED JINDAL REX EXPLORATION PVT LIMITED JINDAL STAINLESS (HISAR) LIMITED JSL LIMITED JINDAL INFRASTRUCTURE AND UTILITIES LIMITED JINDAL COKE LIMITED JINDAL UNITED STEEL LIMITED VIRTUOUS TRADECORP PVT LTD

For JSL Overseas Limited

Kooshaf Ashley Torul

Director