

JSW: SECT: MUM: SE: 2018-19

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Ref: **NOTICE UNDER REGULATION 10(5) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Please find enclosed herewith the Notice under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to the proposed acquisition of Equity Shares of JSW Energy Limited by JSW Steel Coated Products Limited and Amba River Coke Limited. The shares are being acquired by the acquirers for meeting the power requirement as Captive User (Captive Status) for UNIT-2, of the power plant of JSW Energy Limited at Ratnagiri.

Thanking you,

Yours faithfully,
For **JSW Steel Coated Products Limited**



Company Secretary



For **Amba River Coke Limited**



Company Secretary



DISCLOSURES UNDER REGULATION 10 (5) – INTIMATION TO STOCK EXCHANGES IN RESPECT OF ACQUISITION UNDER REGULATION 10(1)(A) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1	Name of the Target Company (TC)	JSW Energy Limited
2	Name of the acquirer(s)	JSW Steel Coated Products Limited ('JSWCPL') Amba River Coke Limited ('ARCL')
3	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	JSWCPL and ARCL are subsidiaries of JSW Steel Limited, a promoter of the TC. JSWCPL and ARCL are also promoters of the TC w.e.f. June 14, 2013.
	Details of the proposed acquisition	
	a) Name of the person(s) from whom shares are to be acquired	JSW Steel Limited
	b) Proposed date of acquisition	June 1, 2018
	c) Number of shares to be acquired from each person mentioned in 4(a) above	Upto 51,41,744 Equity Shares are proposed to be acquired from JSW Steel Limited by JSWCPL Upto 18,44,972 Equity Shares are proposed to be acquired from JSW Steel Limited by ARCL Total Equity Shares to be acquired from JSW Steel Limited-: upto 69,86,716 Equity Shares
	d) Total shares to be acquired as % of share capital of TC	Upto 0.313% by JSWCPL Upto 0.112% by ARCL Total upto 0.43% of share capital of the TC
	e) Price at which shares are proposed to be acquired	At market price prevailing at the time of acquisition
	f) Rationale, if any, for the proposed transfer	The Equity Shares are being acquired by the acquirers for meeting the power requirement as Captive User (Captive Status) for UNIT-2 of the power plant of JSW Energy Limited at Ratnagiri
5	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub-clause (iii) of Regulation 10(1)(a)
6	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 77.66/-
7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	As per Annexure – A (i) (JSWCPL) and A (ii) (ARCL)



9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	As per Annexure – B (i) (JSWCPL) and B (ii) (ARCL)
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	As per Annexure – C (i) (JSWCPL) and C (ii) (ARCL)

11	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	(a) Acquirer(s):				
	JSW Steel Coated Products Limited	43,76,770	0.27	95,18,514	0.58
	Amba River Coke Limited	57,54,640	0.35	75,99,612	0.46
	(b) Persons acting in concert				
	SAJJAN JINDAL	100	0.00	100	0.00
	PRITHVI RAJ JINDAL	370	0.00	370	0.00
	RATAN JINDAL	370	0.00	370	0.00
	TARINI JINDAL HANDA	2,50,02,225	1.52	2,50,02,225	1.52
	SANGITA JINDAL	100	0.00	100	0.00
	PARTH JINDAL	2,50,02,225	1.52	2,50,02,225	1.52
	TANVI SHETE	2,50,02,225	1.52	2,50,02,225	1.52
	SAROJ BHARTIA	1,00,000	0.01	1,00,000	0.01
	NALWA SONS INVESTMENTS LIMITED	370	0.00	370	0.00
	SAHYOG HOLDINGS PRIVATE LIMITED	100	0.00	100	0.00
	VIRTUOUS TRADECORP PRIVATE LIMITED	8,55,99,613	5.22	8,55,99,613	5.22
	DANTA ENTERPRISES PRIVATE LIMITED	8,55,99,613	5.22	8,55,99,613	5.22
	JSW INVESTMENTS PRIVATE LIMITED	33,27,62,694	20.29	33,27,62,694	20.29
	GLEBE TRADING PRIVATE LIMITED	14,53,32,820	8.86	14,53,32,820	8.86
	JSL LIMITED	14,53,32,820	8.86	14,53,32,820	8.86
	JSW CEMENT LIMITED	15,59,610	0.10	15,59,610	0.10
	URMILA BHUWALKA	1,00,000	0.01	1,00,000	0.01
	JSW HOLDINGS LIMITED	445	0.00	445	0.00
	NIRMALA GOYAL	1,00,000	0.01	1,00,000	0.01
	INDUSGLOBE MULTIVENTURES PRIVATE LIMITED	25,67,98,944	15.66	25,67,98,944	15.66
	SAJJAN JINDAL (Trustee for Tanvi Jindal Family Trust)	100	0.00	100	0.00



	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	SAJJAN JINDAL (Trustee for Tarini Jindal Family Trust)	100	0.00	100	0.00
	SAJJAN JINDAL (Trustee for Parth Jindal Family Trust)	100	0.00	100	0.00
	SAJJAN JINDAL (Trustee for Sajjan Jindal Family Trust)	100	0.00	100	0.00
	SAJJAN JINDAL (Trustee for Sajjan Jindal Lineage Trust)	100	0.00	100	0.00
	SAJJAN JINDAL (Trustee for Sangita Jindal Family Trust)	100	0.00	100	0.00
	JSW STEEL LIMITED (to the extent of the shares not forming a subject matter of the proposed transaction)	8,44,87,374	5.15	8,44,87,374	5.15
c.	Seller :				
	JSW STEEL LIMITED (to the extent of the shares forming a subject matter of the proposed transaction)	69,86,716	0.43	-	-

For **JSW Steel Coated Products Limited**

Deepthi

Company Secretary

Date : May 28, 2018

Place : Mumbai



For **Amba River Coke Limited**

[Signature]
Company Secretary



Note: (*) Shareholding of each entity may be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.



Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
CIN : U27100MH1985PLC037346
Phone : +91 22 4286 1000
Fax : +91 22 4286 3000
Website : www.jsw.in

ANNEXURE A (I)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Acquisition Price: Proposed Acquisition of Equity Shares of JSW Energy Limited by JSCPL from JSW Steel Limited

We hereby undertake that the acquisition price per share for the Equity Shares upto 51,41,744, proposed to be acquired by us of JSW Energy Limited shall not be higher by more than twenty-five percent of the volume-weighted average market price for a period of sixty trading days preceding the date of issuance of notice for the proposed inter-se transfer under sub-regulation (5) of Regulation 10 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 as traded on the stock exchange where the maximum volume of trading in the shares of JSW Energy Limited are recorded during such period.

FOR **JSW STEEL COATED PRODUCTS LIMITED**

Deepthi

COMPANY SECRETARY





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Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
CIN : U27100MH1985PLC037346
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ANNEXURE B (I)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/-3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Compliance with Chapter V of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (and Chapter II of the erstwhile Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997)

We hereby declare and undertake that we have complied, and will comply with respect to the proposed acquisition, with applicable disclosure requirements under Chapter V of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (and the corresponding disclosure requirements under Chapter II of the erstwhile Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997).

FOR **JSW STEEL COATED PRODUCTS LIMITED**

Deepthi

COMPANY SECRETARY





Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
CIN : U27100MH1985PLC037346
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Website : www.jsw.in

ANNEXURE C (I)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Compliance with the Conditions to Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We hereby confirm that all the conditions specified under Regulation 10 (1) (a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, has been duly complied with.

FOR **JSW STEEL COATED PRODUCTS LIMITED**

Deepthi

COMPANY SECRETARY



ANNEXURE A (II)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Acquisition Price: Proposed Acquisition of Equity Shares of JSW Energy Limited by ARCL from JSW Steel Limited

We hereby undertake that the acquisition price per share for the Equity Shares upto 18,44,972, proposed to be acquired by us of JSW Energy Limited, shall not be higher by more than twenty-five percent of the volume-weighted average market price for a period of sixty trading days preceding the date of issuance of notice for the proposed inter-se transfer under sub-regulation (5) of Regulation 10 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 as traded on the stock exchange where the maximum volume of trading in the shares of JSW Energy Limited are recorded during such period.

For **AMBA RIVER COKE LIMITED**


COMPANY SECRETARY



ANNEXURE B (II)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Compliance with Chapter V of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (and Chapter II of the erstwhile Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997)

We hereby declare and undertake that we have complied, and will comply with respect to the proposed acquisition, with applicable disclosure requirements under Chapter V of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (and the corresponding disclosure requirements under Chapter II of the erstwhile Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997).

For **AMBA RIVER COKE LIMITED**


COMPANY SECRETARY



ANNEXURE C (II)

May 28, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra - Kurla Complex Bandra (E), Mumbai - 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Kind Attn: The General Manager (CRD)
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Dear Sir,

Re : Notice under Regulation 10 (5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Declaration as to Compliance with the Conditions to Regulation 10(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We hereby confirm that all the conditions specified under Regulation 10 (1) (a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, has been duly complied with.

For **AMBA RIVER COKE LIMITED**


COMPANY SECRETARY

