



SEC / JSWEL

12th December, 2025

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code: 533148	National Stock Exchange of India Limited “Exchange Plaza” Bandra-Kurla Complex Bandra (E), Mumbai - 400051 Scrip Code: JSWENERGY - EQ
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Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “SEBI Listing Regulations”) read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, issued by the Securities and Exchange Board of India (“SEBI Master Circular”)

Ref:

- 1. Preferential issue of equity shares of face value of Rs. 10 each (the “Equity Shares”) and convertible warrants of face value of Rs. 10 each (the “Warrants”) by the Company under the provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the “SEBI ICDR Regulations”) and Sections 23, 42 and 62 of the Companies Act, 2013 (including the rules made thereunder), as amended from time to time (collectively, the “Preferential Issue”).**
- 2. Intimation dated 9th December, 2025 in terms of Regulation 29 of the SEBI Listing Regulations.**

Dear Madam / Sir,

Pursuant to Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular, we wish to inform you that the Board of Directors of the Company at its meeting held today, i.e., 12th December, 2025, has considered and approved:

- subject to the approval of the Shareholders and other necessary approvals, if any, the issuance of:
 - 95,23,809 Equity Shares, on a preferential issue basis, to JTPM Metal Traders Limited, a member of the Promoter Group (“JTPM”) at an issue price of Rs. 525 per Equity Share (including a premium of Rs. 515 per Equity Share); and
 - 4,76,19,047 Warrants, on a preferential issue basis, to JTPM Metal Traders Limited, a member of the Promoter Group, with each Warrant carrying a right exercisable by the Warrant Allottee to subscribe to 1 (One) equity share per Warrant, for cash consideration, at a price of Rs. 525 per Warrant (including a premium of Rs. 515 per Warrant).



2. the raising of funds of up to Rs. 10,000 crores in one or more tranches, through the issuance of eligible securities of the Company by way of private offerings and / or qualified institutions placement or any other method or combination thereof as permitted under the applicable laws, subject to approval of the Shareholders and such regulatory / statutory approvals, as may be required.
3. seeking approval of the Shareholders, through convening an Extraordinary General Meeting, inter-alia, for the Preferential Issue and the fund raises referred to above. The necessary details of the Extraordinary General Meeting will be shared in due course.
4. the appointment of Mr. Chandrasekaran Prabhakaran as the Chief Financial Officer and a Key Managerial Personnel of the Company with effect from 1st January, 2026.

In terms of Regulation 30 (5) of the SEBI Listing Regulations, 2015, Mr. Chandrasekaran Prabhakaran, in addition to the Joint Managing Director & Chief Executive Officer and the Company Secretary, would be the Key Managerial Personnel authorized to determine the materiality of an event or information and for making disclosures to the Stock Exchanges as per the Company's Policy on Criteria for Determining Materiality for Disclosure of Events and Information.

Mr. Chandrasekaran Prabhakaran's contact details are as under:

Address: JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
Phone: 022 – 42861000
E-mail: chandrasekaran.prabhakaran@jsw.in

The details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular, with respect to the Preferential Issue and the appointment of KMP are annexed herewith as Annexure A and Annexure B respectively.

The Board Meeting commenced at 11.30 a.m. and concluded at 2.10 p.m.

The above information is also available on the website of the Company, i.e., www.jsw.in

Yours faithfully,

For **JSW Energy Limited**

Monica Chopra
Company Secretary



Annexure A

Preferential issue of Equity Shares

S.No	Particulars	Details														
a)	Type of securities proposed to be issued	Equity Shares														
b)	Type of issuance	Preferential issue of Equity Shares in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws														
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	95,23,809 Equity Shares of face value Rs. 10 each at an issue price of Rs. 525 per share (including premium of Rs. 515 per share) for an aggregate consideration of up to Rs. 500 crores														
d)	Additional details in case of preferential issue:															
i)	Name of the investor	JTPM Metal Traders Limited														
ii)	Number of investors	One														
iii)	Post allotment of securities – outcome of the subscription	<table><tr><th rowspan="2">Name of the allottee</th><th colspan="2">Pre-preferential issue</th><th colspan="2">Post-preferential issue*</th></tr><tr><th>Number of shares</th><th>%</th><th>Number of shares</th><th>%</th></tr><tr><td>JTPM Metal Traders Limited</td><td>47,00,000</td><td>0.27%</td><td>6,18,42,856</td><td>3.43%</td></tr></table> <p>(*the post-preferential shareholding is on a fully diluted basis, also considering 4,76,19,047 warrants which have been approved for issuance and allotment to JTPM Metal Traders Limited.)</p>	Name of the allottee	Pre-preferential issue		Post-preferential issue*		Number of shares	%	Number of shares	%	JTPM Metal Traders Limited	47,00,000	0.27%	6,18,42,856	3.43%
Name of the allottee	Pre-preferential issue			Post-preferential issue*												
	Number of shares	%	Number of shares	%												
JTPM Metal Traders Limited	47,00,000	0.27%	6,18,42,856	3.43%												
iv)	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable														



Preferential issue of Warrants

S.No	Particulars	Details				
a)	Type of securities proposed to be issued	Warrants				
b)	Type of issuance	Preferential issue of Warrants in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws				
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	4,76,19,047 Warrants at a price of Rs. 525 per Warrant (including a premium of Rs. 515 per Warrant) for an aggregate consideration of up to Rs. 2,500 crores. Each Warrant will carry a right exercisable by the Warrant Allottee to subscribe to 1 (One) equity share per Warrant.				
d)	Additional details in case of preferential issue:					
i)	Name of the investor	JTPM Metal Traders Limited				
ii)	Number of investors	One				
iii)	Post allotment of securities - Issue price (in case of convertibles)	Issue price of Rs. 525 per Warrant (including a premium of Rs. 515 per Warrant)				
iv)	Post allotment of securities – outcome of the subscription (in case of convertibles)	Name of the allottee	Pre-preferential issue		Post-preferential issue*	
			Number of shares	%	Number of shares	%
		JTPM Metal Traders Limited	47,00,000	0.27%	6,18,42,856	3.43%
		(*the post-preferential shareholding is on a fully diluted basis, also considering 95,23,809 equity shares which have been approved for issuance and allotment to the JTPM Metal Traders Limited.)				
iv)	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	The tenure of the Warrants shall not exceed 18 months from the date of allotment. Each Warrant shall carry a right to subscribe to 1 (One) equity share, which may be exercised in one or more tranches. In the event the Warrant Allottee does not exercise the Warrants within the aforesaid period, the unexercised Warrants shall lapse and the amount paid by the Warrant Allottee shall stand forfeited.				

**Annexure B**

Sr. No.	Particulars	Details
1	Reason for change	Consequent to the vacancy created on account of Mr. Pritesh Vinay's resignation as Director (Finance) and Key Managerial Person of the Company, Mr. Chandrasekaran Prabhakaran has been appointed as the Chief Financial Officer and a Key Managerial Personnel of the Company with effect from 1 st January, 2026.
2	Date of appointment and term of appointment	Appointed as the Chief Financial Officer and a Key Managerial Personnel of the Company with effect from 1 st January, 2026.
3	Brief Profile	<p>Mr. Prabhakaran, aged 50 years, is a seasoned finance leader and a qualified Chartered Accountant and Cost Accountant with over 26 years of in-depth experience in corporate finance, accounting, and governance across large listed conglomerates.</p> <p>He currently serves as the Deputy Chief Financial Officer at JSW Steel Limited, having been associated with the JSW Group since November 2014. He brings strong expertise in Ind AS/IFRS financial reporting, statutory compliance, internal controls, audit management, and SEBI listing and disclosure requirements.</p> <p>He has previously held several senior leadership roles in prominent Indian and global organizations. Over the course of his career, he has successfully led complex M&A transactions, business restructuring initiatives, capital market activities, fund-raising programmes, tax optimization strategies, and large-scale digitization of finance processes across manufacturing and natural resources sectors.</p>
4	Relationships between Directors	None