

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

Dear Sir,

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

Please find attached 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 to align the % of their equity holding in JSW Energy Limited with their respective power consumption from Unit 3 & Unit 4 of the power plant of JSW Energy Limited at Ratnagiri, to meet the eligibility criteria for Captive power plant status

Thanking You,

Yours faithfully,

For **JSW Steel Coated Products Limited**



Director



For **Amba River Coke Limited**



Company Secretary



Format for 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)	AMBA RIVER COKE LIMITED ("ARCL") JSW STEEL COATED PRODUCTS LIMITED ("JSWCPL")
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	ARCL and JSWCPL are wholly-owned subsidiaries of JSW Steel Limited, a promoter of the TC. ARCL and JSWCPL are also promoters of the TC w.e.f 14th June, 2013.
4	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	31 st March 2015
	c) Number of shares to be acquired from each person mentioned in 4(a) above	39,36,640 Equity Shares are proposed to be acquired from JSW Steel Limited by ARCL 34,67,770 Equity Shares are proposed to be acquired from JSW Steel Limited by JSWCPL Total Shares to be acquired from JSW Steel Limited – 74,04,410 Equity Shares
	d) Total shares to be acquired as % of share capital of TC	0.24% by ARCL 0.21% by JSWCPL Total – 0.45 % 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 shares are being acquired by the acquirers to align the % of their equity holding in JSW Energy Limited with their respective power consumption from Unit 3 & Unit 4 of the power plant of JSW Energy Limited at Ratnagiri, to meet the eligibility criteria for Captive power plant status.
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. 114.31 per share.
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) (ARCL) & A(ii) (JSWCPL).
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) (ARCL) & B(ii) (JSWCPL).
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) (ARCL) & C(ii) (JSWCPL).



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
	Acquirer(s) and PACs (other than sellers)(*)				
	(a) <u>Acquirers</u> :				
	- Amba River Coke Limited	1818000	0.11	5754640	0.35
	- JSW Steel Coated Products Limited	909000	0.06	4376770	0.27
	(b) <u>Persons acting in concert</u>				
	SAHYOG TRADCORP PRIVATE LIMITED	256799044	15.66	256799044	15.66
	JSW INVESTMENTS PRIVATE LIMITED	240095007	14.64	240095007	14.64
	GLEBE TRADING PRIVATE LIMITED	145332820	8.86	145332820	8.86
	JSL LIMITED	145332820	8.86	145332820	8.86
	DANTA ENTERPRISES PRIVATE LIMITED	85599613	5.22	85599613	5.22
	VIRTUOUS TRADECORP PRIVATE LIMITED	85599613	5.22	85599613	5.22
	SAJJAN JINDAL	74144262	4.52	74144262	4.52
	PARTH JINDAL	25000000	1.52	25000000	1.52
	TANVI JINDAL	25000000	1.52	25000000	1.52
	TARINI JINDAL	25000000	1.52	25000000	1.52
	SANGITA JINDAL	13083125	0.80	13083125	0.80
	JSW INVESTMENTS PRIVATE LIMITED	5440500	0.33	5440500	0.33
	JSW CEMENT LIMITED	1559610	0.10	1559610	0.10
	NIRMALA GOYAL	100000	0.01	100000	0.01
	SEEMA JAJODIA	100000	0.01	100000	0.01
	URMILA BHUWALKA	100000	0.01	100000	0.01
	SAROJ BHARTIA	100000	0.01	100000	0.01
	NARMADA FINTRADE PRIVATE LIMITED	40500	0.00	40500	0.00
	PARTH JINDAL	2225	0.00	2225	0.00



	TANVI JINDAL	2225	0.00	2225	0.00
	TARINI JINDAL	2225	0.00	2225	0.00
	JSW HOLDINGS LIMITED	445	0.00	445	0.00
	PRITHVI RAJ JINDAL	370	0.00	370	0.00
	RATAN JINDAL	370	0.00	370	0.00
	NALWA SONS INVESTMENTS LIMITED	370	0.00	370	0.00
	- JSW Steel Limited (to the extent of the shares not forming a subject matter of the proposed transaction)	91474090	5.58	-	-
	Seller –				
	JSW Steel Limited (to the extent of the shares forming the subject matter of the proposed transaction)	7404410	0.45	-	-

For **JSW Steel Coated Products Limited**

Director

25th March, 2015



For **Amba River Coke Limited**

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.



A wholly owned subsidiary of JSW Steel Ltd.

Amba River Coke Limited

Regd. Office: JSW Centre,
Bandra Kurla Complex,
Bandra(E), Mumbai - 400 051.

CIN. : U23100MH1997PLC110901

Phone : +91 22 4286 1000

Fax : +91 22 4286 3000

Annexure A (i)

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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 39,36,640 Equity Shares of Rs.10/- each of JSW Energy Limited proposed to be acquired by us 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

RAJEEV JAIN
COMPANY SECRETARY
ACS 9724



A wholly owned subsidiary of JSW Steel Ltd.

Amba River Coke Limited

Regd. Office: JSW Centre,
Bandra Kurla Complex,
Bandra(E), Mumbai - 400 051.

CIN. : U23100MH1997PLC110901

Phone : +91 22 4286 1000

Fax : +91 22 4286 3000

Annexure B (i)

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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


RAJEEV JAIN
COMPANY SECRETARY
ACS 9724



A wholly owned subsidiary of JSW Steel Ltd.

Amba River Coke Limited

Regd. Office: JSW Centre,
Bandra Kurla Complex,
Bandra(E), Mumbai - 400 051.

CIN. : U23100MH1997PLC110901

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Annexure C (i)

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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

RAJEEV JAIN
COMPANY SECRETARY
ACS 9724



Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Phone : +91 22 4286 1000
Fax : +91 22 4286 3000
Website : www.jsw.in

CIN NO.: U27100MH1985PLC037346

Annexure A (ii)

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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 34,67,770 Equity Shares of Rs.10/- each of JSW Energy Limited proposed to be acquired by us 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**

Rajeev Pai
DIRECTOR





Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Phone : +91 22 4286 1000
Fax : +91 22 4286 3000
Website : www.jsw.in

CIN NO.: U27100MH1985PLC037346

Annexure B (ii)

25th March, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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**

Rajeev Pai
DIRECTOR





Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Phone : +91 22 4286 1000

Fax : +91 22 4286 3000

Website : www.jsw.in

CIN NO.: U27100MH1985PLC037346

Annexure C (ii)

March 25, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited
Exchange Plaza, Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051.

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**

Rajeev Pai
DIRECTOR

