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2nd February 2015
SEC/ JSWEL

The Secretary, Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Secretary, National Stock Exchange of India Limited "Exchange Plaza", Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code: 533148	Scrip Code: JSWENERGY- EQ
Fax No.: 022 - 2272 2037 / 39	Fax No.: 022 - 2659 8237 / 38

Subject: - Outcome of Board Meeting held on 2nd February 2015

Dear Sir,

Pursuant to Listing Agreement, we hereby inform you that at the Board Meeting held today, the following decisions were *inter alia* taken:

(i) Unaudited Standalone and Consolidated financial results of the Company for the / Quarter / nine months ended 31st December 2014

Unaudited Standalone and Consolidated financial results of the Company for the quarter / nine months ended 31st December 2014 were approved. A copy of the same is enclosed.

A copy of the press release issued in this connection is also attached.

The Limited Review Report for both Standalone and Consolidated financial results for the quarter / nine months ended on 31st December 2014, of M/s. Lodha & Co., Chartered Accountants, Mumbai, the Statutory Auditors of the Company is also attached for your information and record.

(ii) The Board of the Directors of the Company, at its meeting held on February 2, 2015, has also *inter alia* approved the following enabling resolutions, subject to approval from the shareholders of the Company, for:

- a) raising of additional capital to *inter alia* meet organic and inorganic growth opportunities, long term working capital, capital expenditure requirements and other



JINDAL Part of O.P. Jindal Group



general corporate purposes through issue of equity shares and/or equity shares through depository receipts and/or fully convertible debentures, partly convertible debentures, optionally convertible debentures and /or other securities convertible into equity shares of the Company at a later date or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the equity shares of the Company or otherwise or any combination of the aforesaid securities by way of one or more public or private offerings in domestic and / or one or more international market(s), with or without a green shoe option, including through Qualified Institutions Placement under applicable laws including but not limited to the applicable provisions of the Companies Act, 2013, rules, regulations, guidelines and circulars issued by the Securities and Exchange Board of India, applicable provisions of the Foreign Exchange Management Act, and the rules, regulations, guidelines of the Reserve Bank of India, Government of India and the Listing Agreement entered into with the Stock Exchanges where the equity shares of the Company are listed including amendments thereto, for an amount not exceeding Rs. 5,000 crore.

- b) investing in / acquiring the securities of any body corporate by way of subscription / purchase or otherwise, up to an amount of Rs. 7,500 crore over and above the present permissible limit (being 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more).

- (iii) The Board of Directors have also interalia approved, subject to necessary consents and other approvals as may be required including that of shareholders of the Company, the proposed Scheme of Arrangement between JSW Power Trading Company Limited ('JSW Power Trading') and JSW Green Energy Limited ('JSWGEL') (an application has been made for change of name of JSW Green Energy Limited to JSW Transmission Infrastructure Limited and is pending for approval of ROC) and JSW Energy Limited ('JSW Energy') and their respective shareholders under sections 391 to 394 of the Companies Act, 1956. JSW Power Trading and JSWGEL are wholly owned subsidiaries of JSW Energy. The Scheme provides for:

- Demerger of the Power Trading Business of JSW Power Trading to JSWGEL;
- Merger of Remaining JSW Power Trading into JSW Energy

Pursuant to the Scheme, shares held in JSW Power Trading by JSW Energy will be cancelled and JSW Energy shall not be required to issue and / allot any shares to the members of JSW Power Trading. Upon Scheme becoming effective, JSWGEL will continue to remain 100% subsidiary of JSW Energy Limited.





The Scheme is subject to approval of the Hon'ble High Court of Judicature at Bombay, and regulators, the shareholders and creditors, if any, of JSW Power Trading Company and JSWGEL, as may be directed by the Hon'ble High Court of Judicature at Bombay. The merger being of wholly owned subsidiary company into JSW Energy, a specific dispensation will be sought from the Hon'ble High Court of Judicature at Bombay from filing the application / petition by JSW Energy and accordingly, JSW Energy will not be required to file a petition with any High Court.

The above is for your kind information and record. You are kindly requested to acknowledge the receipt.

Thanking you,

Yours faithfully,

For JSW Energy Limited

S. Madhavan

Company Secretary & Compliance Officer



Encl: As above

CC:

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