



Regd. Office : JSW Centre,
 Bandra Kurla Complex,
 Bandra (East), Mumbai - 400 051
 CIN. : L74999MH1994PLC077041
 Phone : +91 22 4286 1000
 Fax : +91 22 4286 3000
 Website : www.jsw.in

Brief particulars of JSW Energy Limited or 'the Transferee Company', JSW Green Energy Limited or 'the Resulting Company' and JSW Power Trading Company Limited or 'the Transferor / Demerged Company'

Particulars	JSW Energy Limited or 'the Transferee Company'	JSW Power Trading Company Limited or 'Demerged Company / Transferor Company'	JSW Green Energy Limited or 'the Resulting Company'
Name of the company	JSW Energy Limited	JSW Power Trading Company Limited	JSW Green Energy Limited
Date of Incorporation & details of name changes, if any	JSW Energy Limited was incorporated on 10 th March 1994 in the name of Jindal Tractebel Power Company Limited. The name was subsequently changed to Jindal Thermal Power Company Limited with effect from on 17 th January 2002. Further, the name was changed from Jindal Thermal Power Company Limited to JSW Energy Limited with effect from 7 th December 2005	JSW Power Trading Company Limited was incorporated on 8 th July 2005 in the name of JSW Power Trading Company Limited	JSW Green Energy Limited was incorporated on 12 th January 2011 in the name of JSW Green Energy Limited
Registered Office	JSW Centre, Bandra Kurla Complex Bandra (East), Mumbai - 400 051	JSW Centre, Bandra Kurla Complex Bandra (East), Mumbai - 400 051	JSW Centre, Bandra Kurla Complex Bandra (East), Mumbai - 400 051
Brief particulars of the scheme	Scheme of Arrangement between JSW Power Trading Company Limited ('JSW Power Trading' or 'the Demerged Company' or 'the Transferor Company') and JSW Green Energy Limited or 'the Resulting Company' or 'JSWGEL' and JSW Energy Limited ('JSW Energy' or 'the Transferee Company') and their respective shareholders ('the Scheme') provides for demerger of the Power Trading Business of JSW Power Trading to JSWGEL and merger of Remaining JSW Power Trading into JSW Energy. The Proposed Appointed Date for the demerger of Power Trading Business to JSWGEL will be closing of business hours on 31st March 2015 and merger of Remaining JSW Power Trading into JSW Energy will be closing of business hours on 31st March 2015		
Rationale for the	JSW Power Trading Company Limited being a trading company is presently adequately capitalized through its share capital and reserves. The Regulatory		



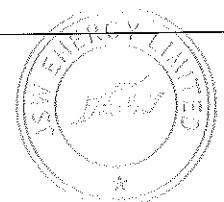


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scheme	requirements of the Trading business are adequately met based on its current net worth comprising of share capital and reserves. Further it holds investments in Group Company. Hence, in order to ensure focus on principal activity of power trading and to ensure that JSW Power Trading Company Limited is relieved of the administrative functions as an Investment holding Company, it is proposed to hive off the Trading business into a separate 100% subsidiary which would focus only on Power trading activities and merge the remaining JSW Power Trading Company Limited along with investments into its parent company for the sake of administrative convenience.		
Date of resolution passed by the Board of Director of the company approving the scheme	2 nd February 2015	2 nd February 2015	2 nd February 2015
Date of meeting of the Audit Committee in which the draft scheme has been approved	2 nd February 2015	2 nd February 2015	2 nd February 2015
Appointed Date	Closing of business hours on 31st March 2015	Closing of business hours on 31st March 2015	Closing of business hours on 31st March 2015
Name of Exchanges where securities of the company are listed	Bombay Stock Exchange Limited National Stock Exchange Limited of India	Unlisted Company	Unlisted Company
Nature of Business	Power Generation	JSW Power Trading Company Limited (JSWPTC) is engaged in power trading activities with a category "I" license, which is the highest category Power Trading license issued by Central Electricity Regulatory Commission (CERC) to trade in power in whole of India. JSWPTC trades in power procured from JSW Energy Limited and its	Renewable energy.



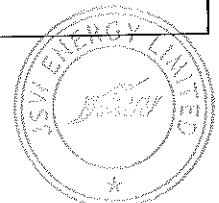
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		associates as well as third party suppliers / generators.	
Capital before the scheme	1,640,054,795 Equity Shares of Rs. 10/- each aggregating to Rs. 16,400,547,950/-	7,00,00,000 Equity Shares of Rs. 10/- each aggregating to Rs. 70,00,00,000/- and 13,20,00,000 10% Redeemable Non-Cumulative Preference Shares of Rs. 10/ each aggregating to Rs. 132,00,00,000/-	50,000 Equity Shares of Rs. 10/- each aggregating to Rs.5,00,000/-
Number of shares to be issued	Not Applicable	Not Applicable	7,00,00,000 Equity Shares of Rs. 10/- each aggregating to Rs. 70,00,00,000/- to be issued and 1,32,00,000 10% Redeemable Non-Cumulative Preference Shares of Rs. 10/ each aggregating to Rs. 13,20,00,000/-
Cancellation of shares on account of cross holding, if any	Not Applicable	7,00,00,000 Equity Shares of Rs.10/- each held by JSW Power Trading Company Limited in JSW Energy Limited	Not Applicable
Capital after the scheme	No change – same as Pre Scheme of Arrangement	Not Applicable	7,00,50,000 Equity Shares of Rs. 10/- each and 1,32,00,000 10% Redeemable Non-Cumulative Preference Shares of Rs. 10/- each
Net Worth (as at 31.12.2014) Pre Post	Refer Annexure 12C	Refer Annexure 12A	Refer Annexure 12B
Valuation by	Manish P. Jain & Associates		





Particulars	JSW Energy Limited or 'the Transferee Company'	JSW Power Trading Company Limited or 'Demerged Company / Transferor Company'	JSW Green Energy Limited or 'the Resulting Company'
independent Chartered Accountant - Name of the valuer/valuer firm and Regn no.	Manish P. Jain (Partner) Membership No: 113759		
Methods of valuation and value per share arrived under each method with weight given to each method, if any.	Not Applicable	Not Applicable	Refer Annexure 3
Fair value per share	Not Applicable	Not Applicable	Not Applicable
Exchange ratio	Not Applicable	Not Applicable	One equity share of Rs. 10 each fully paid will be issued by JSW Green Energy Limited to the existing equity shareholder of JSW Power Trading i.e. JSW Energy for every one equity share held in JSW Power Trading. One 10% Redeemable Non Cumulative Preference Share of Rs. 10 each fully paid will be issued by JSW Green Energy Limited to the existing Preference shareholder of JSW Power Trading Company Limited i.e. JSW Energy Limited for every ten preference shares held in JSW Power Trading Company Limited.
Name of Merchant Banker giving fairness opinion	Dalmia Securities Private Limited		





Particulars	JSW Energy Limited or 'the Transferee Company'	JSW Power Trading Company Limited or 'Demerged Company / Transferor Company'	JSW Green Energy Limited or 'the Resulting Company'
Shareholding pattern (as on 31/12/2014)	Refer Annexure 6A	Refer Annexure 6C	Refer Annexure 6B
No of shareholders	1,17,577	7	7
Names of the Promoters	<ol style="list-style-type: none">1. JSW Investments Private Limited2. Sahyog TradCorp Private Limited3. JSL Limited4. Glebe Trading Private Limited5. Danta Enterprises Private Limited6. Virtuous Tradecorp Pvt Ltd7. JSW Steel Ltd8. Mr. Sajjan Jindal9. Ms Tarini Jindal10. Mrs. Sangita Jindal11. Ms Tanvi Jindal12. Mr. Parth Jindal13. JSW Cement Limited14. JSW Steel Coated Products Limited15. Amba River Coke Limited16. Saroj Bhartia17. Urmila Bhuwalka18. Seema Jajodia19. Nirmala Goyal20. Narmada Fintrade Private Limited21. JSW Holdings Limited22. Ratan Jindal23. Nalwa Sons Investments Limited24. Prithvi Raj Jindal	<ol style="list-style-type: none">1. JSW Energy Limited2. Sun Investments Private Limited *3. Vrindavan Services Private Limited *4. Reynold Traders Private Limited *5. Mr. Pramod Menon *6. Mr. S Madhavan *7. Mr. Raj Kumar Sharma * <p>* shares held as nominee of JSW Energy Limited</p>	<ol style="list-style-type: none">1. JSW Energy Limited2. Mr. Sajjan Jindal *3. Mr. Nirmal Kumar Jain *4. Mr. Navraj Singh *5. Mr. Pramod Menon *6. Mr. Sampath Madhavan *7. Mr. Raj Kumar Sharma * <p>* shares held as nominee of JSW Energy Limited</p>



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Names of the Board of Directors	1. Mr. Sajjan Jindal 2. Mr. Sanjay Sagar 3. Mr. Pramod Menon 4. Mr. Nirmal Kumar Jain 5. Mr. P. Abraham 6. Mr. Chandan Bhattacharya 7. Ms. Shailaja Chandra 8. Ms. Sheila Sangwan	1. Mr. Nirmal Kumar Jain 2. Mr. Sanjay Sagar 3. Mr. Satish Jindal 4. Chandan Bhattacharya 5. Mr. Pramod Menon 6. Ms. Shailaja Chandra	1. Mr. Sanjay Sagar 2. Mr. Madhavan Sampath 3. Mr. Pramod Menon 4. Mr. Navraj Singh
Details regarding change in management control if any	Yes. The Board of Directors of JSW Green Energy Limited would comprise of all present Directors of JSW Power Trading Company Limited		

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