



भारत सरकार  
खान मंत्रालय  
शास्त्री भवन, नई दिल्ली - 110 001  
GOVERNMENT OF INDIA  
MINISTRY OF MINES  
SHASTRI BHAWAN, NEW DELHI - 110 001

DO No.12(2)/2016-Met-I  
Date: April 24, 2017

To,

National Aluminium Company  
Limited  
Nalco Bhavan, P/1, Nayapalli  
Bhubaneswar – 751013  
Orissa, India

The General Manager  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
India

Manager – Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai – 400 051  
India

Dear Sir / Madam

**Sub: Filing of report under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI Takeover Regulations").**

This is with reference to the notice No. F.No.12/2/2016-Met.I dated April 18, 2017 and intimation letter No. F. No. 12/2/2016 – Met – 1 dated April 19, 2017, pursuant to which, the President of India, acting through and represented by the Ministry of Mines, Government of India ("Promoter") announced an offer for sale of up to 9,66,46,444 (nine crore sixty six lakh forty six thousand four hundred and forty four) equity shares of face value of INR 5 each (the "Base Offer Size") of the National Aluminium Company Limited (the "Company") and an additional 8,14,23,483 (eight crore fourteen lakh twenty three thousand four hundred and eighty three) equity shares of the Company (the "Oversubscription Option"), representing 9.21% of its total paid-up share capital, in the aggregate, on April 19, 2017, (for non-retail investors) and April 20, 2017 (for retail investors and non-retail investors who choose to carry forward their un-allotted bids) (the "OFS").

In this regard, we wish to inform you that on April 20, 2017 we have sold 3,56,13,986 equity shares of the Company to retail investors on T+1 day i.e., on April 20, 2017, and in compliance with Regulation 29(2) of the SEBI Takeover Regulations, we are hereby notifying the information regarding disposal of equity shares of the Company made by us on April 22, 2017. As required under Regulation 29(3) of SEBI Takeover Regulations, we are informing you about the said sale within 2 working days of such sale.

Enclosed is the report in the format as prescribed by SEBI.

The above is for your information and records.

Yours sincerely,

On behalf of the President of India  
Ministry of Mines, Government of India

Lakshmi Subramanian  
Ministry of Mines, Government of India

लक्ष्मी सुब्रमणियन् / LAKSHMI SUBRAMANIAN  
अवर सचिव / Under Secretary  
खान मंत्रालय / Ministry of Mines  
भारत सरकार / Govt.  
नई दिल्ली / N.

**DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

1. Name of the Target Company (TC)	National Aluminium Company Limited ("the Company")		
2. Name(s) of the Seller acquirer and Persons Acting in Concert (PAC) with the acquirer	The President of India, acting through and represented by the Ministry of Mines, Government of India ("the Seller")		
3. Whether the Seller acquirer belongs to Promoter/Promoter group	Yes, the Seller is the Promoter of the Company.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE")		
5. Details of the acquisition/ disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/voting capital of the TC (*)</b>
Before the acquisition- Sale under consideration, holding of :			
a) Shares carrying voting rights	1,29,90,26,549	67.21%	67.21%
b) Shares in the nature of encumbrance (Pledge, Lien, non- disposal undertaking/others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	<b>1,29,90,26,549</b>	<b>67.21%</b>	<b>67.21%</b>
Details of acquisition/ sale of shares held by the Seller			
a) Shares carrying voting rights	3,56,13,986	1.84%	1.84%
b) VRs acquired/ sold otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
<b>Total (a+b+c+d)</b>	<b>3,56,13,986</b>	<b>1.84%</b>	<b>1.84%</b>
After the acquisition/ sale, holding of the Seller:			
a) Shares carrying voting rights	1,26,34,12,563	65.36%	65.36%
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any	Nil	Nil	Nil

other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
<b>Total (a+b+c+d)</b>	<b>1,26,34,12,563</b>	<b>65.36%</b>	<b>65.36%</b>
6. Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Offer for Sale by President of India, acting through and represented by the Ministry of Mines, Government of India through the stock exchange mechanism in accordance with the circular number CIR/MRD/DP/18/2012 dated July 18, 2012 as amended by circular number CIR/MRD/DP/04/2013 dated January 25, 2013, circular number CIR/MRD/DP/17/2013 dated May 30, 2013, circular number CIR/MRD/DP/24/2014 dated August 8, 2014, circular number CIR/MRD/DP/32/2014 dated December 1, 2014, circular number CIR/MRD/DP/12/2015 dated June 26, 2015 and circular number CIR/MRD/DP/36/2016 dated February 15, 2016 (together with SEBI OFS Circulars, "SEBI OFS Circulars"), read with Section 21 of Chapter 1 of the Master Circular for Stock Exchange and Clearing Corporation issued by SEBI through its circular no. SEBI/HO/MRD/DP/CIR/P/2016/135 dated December 16, 2016.		
7. Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	April 20, 2017		
8. Equity share capital / total voting capital of the TC before the said acquisition/ sale	<b>Number of Shares: 1,93,29,28,884</b> <b>Amount (in Rs.): 9,66,46,44,420</b> (*Face value of Rs. 5/- per equity share)		
9. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	<b>Number of Shares: 1,93,29,28,884</b> <b>Amount (in Rs.): 9,66,46,44,420</b> (*Face value of Rs. 5/- per equity share)		
10. Total diluted share/voting capital of the TC after the said acquisition/ sale	<b>Number of Shares: 1,93,29,28,884</b> <b>Amount (in Rs.): 9,66,46,44,420</b> (*Face value of Rs. 5/- per equity share)		

(\*) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.

Yours sincerely,

On behalf of the President of India  
Ministry of Mines, Government of India

*Lakshmi*

Lakshmi Subramanian  
Ministry of Mines, Government of India  
Date: April 24, 2017

Place: New Delhi

लक्ष्मी सुब्रमणियन् / LAKSHMI SUBRAMANIAN  
अवर सचिव / Under Secretary  
खान मंत्रालय / Ministry of Mines  
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