



Essar House,  
10, Frere Felix de Valois Street,  
Port Louis, Mauritius,  
(T) (230) 405 1400;  
(F) (230) 213 9179;  
Website: [www.essar.com](http://www.essar.com)

December 22, 2017

Dear Shareholder,

**Re: Payment of additional consideration following completion of the transaction with Rosneft and Trafigura-UCP Consortium**

This letter is being issued pursuant to the public notice dated August 28, 2017 (“the **August Public Notice**”) and the addendum to the August Public Notice dated December 13, 2017 (“**December Public Notice**”) issued by Essar Energy Holdings Limited (“**EEHL**”) and Oil Bidco (Mauritius) Limited (“**OBML**”, together with EEHL, referred to as “**Erstwhile Promoters**”) in respect of the voluntary delisting (“**Delisting Offer**”) of the equity shares of Essar Oil Limited (“**Company**”) from the Stock Exchanges.

As you are aware, the Erstwhile Promoters had entered into separate definitive agreements for the sale of approximately 98% of the Company on October 15, 2016, with Petrol Complex Pte. Ltd (a subsidiary of PJSC Rosneft Oil Company) and Kesani Enterprises Company Limited (a consortium formed by Trafigura, UCP Investment Group and Oil Holdings Limited) (the “**Transaction**”). Pursuant to, *inter alia*, the receipt of the relevant regulatory and other approvals, the Transaction has been completed.

We are pleased to inform you that in line with our commitment made at the time of the delisting of equity shares of the Company, we have completed the payment of the Differential Consideration i.e. the difference between the Transaction price and the Delisting Price, along with interest thereon at 10% p.a., aggregating to INR 76.41 per Equity Share and after deduction of applicable taxes as provided in the August Public Notice and the December Public Notice.

You will appreciate that this is the first time in Indian corporate history; past public shareholders have been paid an additional amount even after the Company is delisted. The total payment of INR 339.21 per share represents a 132% premium above the floor price of INR 146.05 per share and 29% premium above the delisting price of INR 262.80 per share. The total payout of INR 3,955 crores comprising of delisting payout and Differential Consideration, represents the highest payout to the public shareholders pursuant to a delisting of any company in India.

We would like to thank you for your participation in the growth of the business of the Company since its listing on the Stock Exchanges in 1995.

Yours sincerely,

**For Essar Energy Holdings Limited**

Sd/-

**For Oil Bidco (Mauritius) Limited**

Sd/-