



JSW INFRASTRUCTURE LTD.

Regd. Office: JSW Centre,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051.
Phone : 022-42861000
Fax : 022-42863000
CIN: L45200MH2006PLC161268
Website: www.jsw.in
Email id: infra.secretarial@jsw.in

July 29, 2024

To,

BSE Limited Phiroze Jeejebhoy Towers Dalal Street Mumbai - 400 001 Scrip Code (BSE): 543994	National Stock Exchange of India Limited "Exchange Plaza" Bandra-Kurla Complex, Bandra (East) Mumbai - 400051 Symbol: JSWINFRA
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Sub: Proceedings of the 18th Annual General Meeting held on 29th July, 2024

Ref: Regulation 30 (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")

Dear Sirs,

This is to inform you that the 18th Annual General Meeting ('AGM') of the Members of JSW Infrastructure Limited, was held on 29th July, 2024 at 11.00 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI) for transacting the business(es) as mentioned in the Notice dated 27th June, 2024 convening the AGM. The AGM concluded at 12:07 p.m. (IST) (including time provided for E-voting during the AGM).

89 Members attended the AGM through VC / OAVM. All the items of business set out in the Notice were transacted. As required under Regulation 30 read with Para A (13) of Part A of Schedule III, a summary of the proceedings of the AGM is enclosed herewith as **Annexure I**.

The above is for your information and record.

Thanking you,

Yours sincerely,

For **JSW Infrastructure Limited**

Gazal Qureshi

Company Secretary and Compliance Officer

Cc:

India International Exchange (IFSC) Limited

Unit No. 101, 1st Floor, Signature Building No. 13B, Road 1C

Zone 1, Gift SEZ, Gift City Gandhinagar- 382355

Scrip code (India INX): 1100026



Annexure 1

Summary of the proceedings of the 18th Annual General Meeting of the Company

The 18th Annual General Meeting ('AGM') of the Members of JSW Infrastructure Limited ('the Company') was held on Monday, 29th July, 2024 at 11.00 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The meeting was conducted in accordance with relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard.

The Company Secretary, welcomed the Members and Directors to the Meeting.

Mr. Sajjan Jindal, Chairman & Non -Executive Director, Mr. Arun Maheshwari, Jt. Managing Director and CEO, Mr. Lalit Singhvi, Whole Time Director & CFO, joined the Meeting from the Registered Office ('Deemed Venue'). The Independent Directors of the Company, Mr. Nirmal Kumar Jain, Ms. Ameeta Chatterjee, Chairman of the Audit, Stakeholders Relationship & Nomination & Remuneration Committee, Mr. Gerard da Cunha, Mr. Amitabh Kumar Sharma, Mr. Anoop Kumar Mittal and Non-Executive Director, Mr. Kantilal Patel attended the AGM through VC.

It was informed that the Statutory Auditors, Secretarial Auditors, the Scrutiniser and the Chairpersons of the Audit Committee, the Nomination & Remuneration Committee and the Stakeholders Relationship Committee are present in the Meeting.

The Company Secretary informed that Register of Directors and Key Managerial Personnel including their shareholding, the Register of Contracts and Arrangements in which Directors are interested, as maintained under the provisions of the Companies Act, 2013, and also the Secretarial Auditors Certificate under the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, that the Company's ESOP schemes have been implemented in accordance with the regulations and in accordance with the resolutions of the Company passed in its general meetings, is also available in the electronic form on the website of Registrar & Share Transfer Agent at evoting.kfintech.com and was available for inspection throughout the meeting.

The Company Secretary then requested the Chairman to take over the proceedings.

Mr. Sajjan Jindal, Chairman of the Company, Chaired the Meeting. The quorum being present, he called the Meeting to order.



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The details of authorized representations received from Body corporate shareholders were informed to the Members.

The Notice dated 27th June, 2024, convening this Annual General Meeting and a Copy of the Annual Report for the Financial Year ended 31st March, 2024, having been already circulated electronically to the Members of the Company were taken as read.

The Chairman stated that the Statutory Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2024 and Secretarial Auditor's Report did not contain any qualifications, observations or comments and hence the Auditors' Reports for the financial year ended 31st March, 2024 were taken as read.

The Chairman then delivered his formal address covering the business operations, financial performance and the growth strategy of the Company.

The Chairman further informed that in compliance with the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (LODR Regulations), 2015, all shareholders as on the cut-off date, i.e., 22nd July, 2024, were provided with the facility to cast their vote electronically through the remote-voting services provided by KFIN Technologies Limited on all resolutions set forth in the Notice of the AGM.

Further, Chairman informed that e-voting portal remained open for remote e-voting from 09.00 a.m. on Thursday, July 25, 2024, to 05.00 p.m. on Sunday 28th July, 2024, and was disabled by KFIN Technologies for voting thereafter.

Further, he explained that as all the Resolutions set out in the Notice of the Annual General Meeting have already been put to vote through remote e-voting. The Chairman informed that the Members who were present at the AGM but had not cast their votes earlier through remote e-voting, may cast their vote during the AGM. He requested the members who have already cast their vote by remote e-voting not to cast their vote again as their vote will be treated as invalid and that the voting through Insta Poll will close 15 minutes after the close of all business.



The following items of business as per the Notice convening the 18th AGM of the Company dated 27th June, 2024 transacted at the AGM.

Item No	Details of Agenda	Resolution
1.	Adoption of: Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Reports of the Board of Directors and the Statutory Auditors thereon and the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Report of the Statutory Auditors thereon	Ordinary
2.	Declaration of a Dividend of Rs. 0.55 (27.5%) per equity share of Rs. 2 of the Company, for the financial year ended 31st March, 2024.	Ordinary
3.	Appointment of Mr. Lalit Singhvi (DIN: 05335938), Director, who retires as a Director by rotation and, being eligible, offers himself for re-appointment	Ordinary
4.	Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013	Special
5.	Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013	Special

The Chairman further informed that Company had appointed Mr. Sunil Agarwal, Proprietor of M/s Sunil Agarwal & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM in a fair and transparent manner as stipulated under the Companies (Management & Administration) Rules, 2014.

It was informed that the consolidated E-voting results and the Report of Scrutinizer will be placed by the Company on its website: www.jsw.in and on the website of KFIN Technologies Limited, within two working days of the conclusion of the AGM and will also be communicated to the Stock Exchanges on which the securities of the Company are listed.

The Chairman then invited the Members to express their views, ask questions and seek clarifications relating to item of business laid out in the Notice of AGM. The Chairman responded to the queries raised and clarifications sought by the Members.



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Thereafter, the Chairman thanked the Members on behalf of the Board for attending and participating at the AGM. Upon completion of the e-voting process, the Meeting was declared as closed at 12:07 p.m. (IST).

Post the Q&A session, the Chairman, thanked all the Members for taking time to attend the meeting.:

Thanking you,

Yours sincerely,

For **JSW Infrastructure Limited**

Gazal Qureshi
Company Secretary and Compliance Officer

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