



December 20, 2024

BSE Limited  
Corporate Relation Department  
1st Floor, New Trading Ring  
Rotunga Building Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001  
Stock code: 500378

National Stock Exchange of India Limited,  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
Mumbai – 400 051  
Stock code: JINDALSAW

Sub. : Minutes of proceedings of Extraordinary General Meeting of the Company – Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is with reference to the captioned subject, please find attached certified copy of minutes of the proceedings of Extraordinary General Meeting (EGM) of the Company held on Friday, the 6<sup>th</sup> December, 2024 at 11:30 A.M. at the registered office of the company at A-1, UPSIDC Indl Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) – 281403.

This is for your information and record please.

Thanking you,

Yours faithfully,  
For JINDAL SAW LIMITED

**SUNIL K. JAIN**  
**COMPANY SECRETARY**  
**FCS- 3056**

**MINUTES OF THE PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING (EGM) OF MEMBERS OF JINDAL SAW LIMITED HELD ON FRIDAY, THE 6TH DECEMBER, 2024 AT ITS REGISTERED OFFICE SITUATED AT A-1, UPSIDC INDUSTRIAL AREA, NANDGAON ROAD, KOSI KALAN, DISTRICT MATHURA WHICH COMMENCED AT 11:30 A.M. AND CONCLUDED AT 11:50 A.M.**

**PRESENCE OF DIRECTORS**

1. Shri Nitin Sharma - Whole-Time Director

**PRESENCE OF OFFICIALS, AUDITORS AND SHAREHOLDERS**

1. Shri Sunil K Jain - Company Secretary
2. Shri Awanish K. Dwivedi - Proprietor, M/s Awanish Dwivedi & Associates, Scrutinizer

Shri Sandeep Chaddha, Partner, Price Waterhouse Chartered Accountant, LLP, Statutory Auditors, had requested for leave of absence from attending the extra ordinary general meeting due to his pre-occupation, the same was accepted.

The Company Secretary confirmed that 63 members were present in person for attending the meeting and no proxy was received by the Company.

**COMMENCEMENT OF PROCEEDINGS**

Shri Nitin Sharma, Whole-Time Director chaired the meeting and conducted the proceedings. He extended a warm welcome to all the stakeholders present at EGM. He, then asked Shri Sunil K Jain, Company Secretary to proceed further.

The Company Secretary confirmed the presence of requisite quorum for the meeting. The Chairperson of the meeting called the meeting to order.

**BUSINESS OF THE MEETING**

Shri Sunil K Jain, Company Secretary took up the formal proceedings of the EGM and elaborated the procedural aspect of the meeting by informing to the shareholders that:-

1. The notice convening the meeting along with explanatory statement having already been circulated to members of the Company was taken as read.
2. As per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility to its members to cast their votes through remote E-Voting provided by National Securities Depository Limited.
3. The remote E-Voting period was open from 9:00 AM on Tuesday, 3rd December, 2024 to 5:00 PM on Thursday, 5th December, 2024 and informed that the members who had not cast their votes through remote E-Voting, may cast their vote through Poll at the meeting. The facility for voting at the meeting through poll was also available.

For JINDAL SAW LTD.

  
**SUNIL K. JAIN**  
**COMPANY SECRETARY**  
**FCS: 3056**

4. The Board of Directors had appointed Shri Awanish K. Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries, New Delhi as scrutinizer to scrutinize the votes cast through remote E-Voting and poll at the meeting in fair and transparent manner.

He further informed that since the resolution mentioned in the notice had already been put to vote through remote E-Voting so there would be no proposing and seconding of the resolution. He further informed that there was only one resolution seeking approval as contained in the notice of the EGM.

#### **ITEM OF THE NOTICE**

He, thereafter, proceeded with the agenda and read out the brief profile of Shri Nitin Sharma who was proposed to be appointed as Whole time Director. He then briefly explained the following resolution as contained in the notice:

#### **1. THE APPOINTMENT OF SHRI NITIN SHARMA (DIN: 08535415) AS WHOLE-TIME DIRECTOR OF THE COMPANY.**

Item no. 1 of the notice pertaining to appointment of Shri Nitin Sharma as Whole-time Director of the Company as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V (including any statutory modification(s) or re-enactment thereof, for the time being in force), Shri Nitin Sharma (DIN-08535415) be and is hereby appointed as a Whole-time Director of the Company for a period of five years with effect from 1st November, 2024, liable to retire by rotation, at the remuneration which shall not exceed an overall ceiling of Rs. 10.50 lakh p.m. (Rupees Ten Lakh Fifty Thousand per month) as may be agreed to between the Management of the Company and Shri Nitin Sharma.”

“RESOLVED FURTHER THAT any one of the Directors and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

#### **VOTING**

Thereafter, explaining the above the resolution was put to vote. He explained the procedure of voting through poll and asked the scrutinizer to distribute the poll paper to shareholders who were eligible to cast vote through poll.

#### **SCRUTINIZER'S REPORT**

Thereafter, the Company Secretary informed the members that the scrutinizer will prepare the consolidated report on remote e-voting and poll at the meeting and submit the same to Chairperson or any other person authorized by him. The Chairperson of the meeting authorized Company Secretary to receive the scrutinizer's report on his behalf for doing the needful. He also informed that the consolidated voting results of the meeting will be declared in due course of time.

For JINDAL SAW LTD.

  
SUNIL K. JAIN  
COMPANY SECRETARY  
FCS: 3056

**VOTE OF THANKS & CONCLUSION OF THE MEETING**

Thereafter, Shri Sunil K Jain, thanked the Chairperson of the meeting and members for their keen and active participation in the meeting.

Shri Nitin Sharma, Chairperson of the meeting thanked the members for their support and time.

The business of the meeting being over, the Company Secretary, with the permission of the Chairperson announced the conclusion of the meeting at 11:50 A.M.

Sd/-

**CHAIRPERSON**

Place: Kosi Kalan  
Date: 20.12.2024

For JINDAL SAW LTD.

SUNIL K. JAIN  
COMPANY SECRETARY  
FCS: 3056

## Annexure

### Declaration of Results of Remote e-voting and Poll at Extra-Ordinary General Meeting held on 6<sup>th</sup> December, 2024.

As per the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company had provided the facility of e-voting to the members to enable them to cast their vote electronically on the resolution proposed in the Notice of Extra-Ordinary General Meeting. The remote e-voting was open from 9.00 a.m. on 3<sup>rd</sup> December, 2024 to 5.00 p.m. on 5<sup>th</sup> December, 2024. Further, the Company had also made the arrangement of voting through poll at the meeting to enable the members to cast their vote who had not casted their vote through remote e-voting.

The Board of Directors had appointed Shri Awanish K. Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries as the Scrutinizer for remote e-voting and poll at the meeting. The Scrutinizer carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 5<sup>th</sup> December, 2024 and poll by members who participated in the Meeting.

The consolidated result of voting as per the Scrutinizer Report dated 9<sup>th</sup> December, 2024 was as follows:

Item No. of Notice	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
		Nos.	%age	Nos.	%age	Nos.
Item No. 1 (as Ordinary Resolution)- appointment of Shri Nitin Sharma as Whole-time Director	Remote E-Voting	50,83,15,468	99.75	12,67,299	0.25	NIL
	Poll	88,480	100	0	0	NIL
	<b>Total</b>	<b>50,84,03,948</b>	<b>99.75</b>	<b>12,67,299</b>	<b>0.25</b>	<b>NIL</b>

Sd/-

**CHAIRPERSON**

Place: Kosi Kalan  
Date: 20.12.2024

For JINDAL SAW LTD.  
SUNIL K. JAIN  
COMPANY SECRETARY  
FCS: 3056