

JINDAL STAINLESS LIMITED

(CIN: L26922HR1980PLC010901)

Regd. Office: O.P. Jindal Marg, Hisar – 125 005
(Haryana), India Phone No. (01662) 222471-83,

Fax No. (01662) 220499

Email Id.: investorcare@jindalstainless.com

Website: www.jslstainless.com

Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi – 110 066

NOTICE is hereby given that the **41st Annual General Meeting (“AGM”)** of Members of **Jindal Stainless Limited** will be held on Thursday, the 16th day of September, 2021 at 11:00 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the audited standalone financial statements of the Company for the financial year ended on 31st March, 2021, together with the Reports of Board of Directors and Auditors thereon, and
 - b. the audited consolidated financial statements of the Company for the financial year ended on 31st March, 2021 together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Ratan Jindal, Chairman and Managing Director (DIN: 00054026), who retires by rotation in terms of the provisions of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTIONS:

3. AS AN ORDINARY RESOLUTION:

RE-APPOINTMENT OF MR. ABHYUDAY JINDAL (DIN: 07290474) AS THE MANAGING DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“the Act”) the Rules made thereunder read with Schedule V to the Act, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any, the Articles of Association of the Company and subject to all requisite consents and approvals, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Abhyuday Jindal (DIN: 07290474) as Managing Director of the Company, for a period of three years with effect from 25th April, 2021 at remuneration and other terms and conditions as mentioned below:

1. Period of appointment: 3 years with effect from 25th April, 2021 till 24th April, 2024.
2. Remuneration:
 - (a) **Annual Fixed Pay** (inclusive of basic salary, perquisites and allowances): Upto a maximum of Rs. 6,00,00,000/- (Rupees Six Crore only) per annum, payable on monthly basis, as may be determined by the Board of Directors and/or Nomination and Remuneration Committee of Directors.
 - (b) **Retirement / Other benefits:** Gratuity, provident fund, leave encashment and other benefits as per the applicable policies and rules of the Company.
 - (c) **Commission:** To be paid periodically after approval of quarterly results of the Company by the Board, as may be determined by the Board of Directors of the Company and/or Nomination and Remuneration Committee of Directors of the Company.
3. The remuneration payable to Mr. Abhyuday Jindal shall not exceed 4% of the net profits of the Company computed in accordance with Section 198 of the Act. Provided that the total remuneration payable to all the Executive Directors, including Mr. Abhyuday Jindal shall not exceed 10% of the net profits so computed.

The total remuneration drawn by Mr. Abhyuday Jindal during a financial year from the Company and Jindal Stainless (Hisar) Limited ("JSHL"), where he is also a Managing Director, shall not exceed the higher of the admissible limit from any one of the Company or JSHL, in terms of the provisions of Section V of Part II of Schedule V to the Act.
4. He shall be entitled to reimbursement of all expenses incurred by him while performing his duties and such reimbursement will not form part of his remuneration.
5. The premium paid by the Company for Directors & Officers' Liability Insurance will not be treated as part of the remuneration payable to Mr. Abhyuday Jindal, in terms of Section 197(13) of the Act.
6. He shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.
7. He shall be liable to retire by rotation. However, retirement by rotation and re-appointment shall not be deemed to be a break in service as Managing Director.

RESOLVED FURTHER THAT in the event of inadequacy or absence of profits under Section 197 of the Act in any financial year or years, the remuneration as approved herein be paid as minimum remuneration to Mr. Abhyuday Jindal, subject to receipt of requisite approvals under the Act;

RESOLVED FURTHER THAT the Board of Directors and/or Nomination and Remuneration Committee of Directors be and is hereby authorized to vary and/or revise the remuneration of Mr. Abhyuday Jindal, within the aforesaid limits and settle any question or difficulty in connection therewith and incidental thereto.”

4. AS AN ORDINARY RESOLUTION:

RE-APPOINTMENT OF MR. TARUN KUMAR KHULBE (DIN: 07302532) AS THE WHOLETIME DIRECTOR OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and any other applicable provisions of the Companies Act, 2013 (“the Act”) the Rules made thereunder read with Schedule V to the Act, the Articles of Association of the Company and subject to all requisite consents and approvals, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Tarun Kumar Khulbe (DIN: 07302532) as Wholetime Director of the Company, for a period of three years with effect from 15th May, 2021 at remuneration and other terms and conditions as mentioned below:

1. Period of appointment: 3 years with effect from 15th May, 2021 till 14th May, 2024.
2. Remuneration:
 - (a) **Annual Fixed Pay** (inclusive of basic salary, perquisites and allowances): Upto Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum, payable on monthly basis.
 - (b) **Variable Pay** (Performance Linked Incentive) to be paid as per Profit Linked Variable Reward Scheme of the Company or such sums as may be determined by the Board and / or Nomination and remuneration Committee of Directors of the Company, from time to time.
 - (c) **Retirement / Other benefits:** Gratuity, provident fund, leave encashment and other benefits as per the applicable policies and rules of the Company.
3. He shall be entitled to reimbursement of all expenses incurred by him while performing his duties and such reimbursement will not form part of his remuneration.
4. The premium paid by the Company for Directors & Officers’ Liability Insurance will not be treated as part of the remuneration payable to Mr. Tarun Kumar Khulbe, in terms of Section 197(13) of the Act.
5. He shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.
6. He shall be liable to retire by rotation. However, retirement by rotation and re-appointment shall not be deemed to be a break in service as Wholetime Director.

7. The annual remuneration payable to Mr. Khulbe shall not exceed 4% of the net profits of the Company computed in accordance with Section 198 of the Act. Provided that the total remuneration payable to all the Executive Directors, including Mr. Tarun Kumar Khulbe shall not exceed 10% of the net profits so computed for that year.

RESOLVED FURTHER THAT in the event of inadequacy or absence of profits under Section 197 of the Act in any financial year or years, the remuneration as approved herein be paid as minimum remuneration to Mr. Tarun Kumar Khulbe, subject to receipt of requisite approvals under the Act;

RESOLVED FURTHER THAT the Board of Directors and/or Nomination and Remuneration Committee of Directors be and is hereby authorized to vary and/or revise the remuneration of Mr. Tarun Kumar Khulbe, within the aforesaid limits and settle any question or difficulty in connection therewith and incidental thereto.”

5. AS AN ORDINARY RESOLUTION:

RATIFICATION OF REMUNERATION TO BE PAID TO M/S RAMANATH IYER & CO., COST ACCOUNTANTS, AS COST AUDITORS OF THE COMPANY, FOR THE FINANCIAL YEAR 2021-22

“**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of Rs. 1,92,500/- (Rupees One Lakh Ninety Two Thousand and Five Hundred only) (excluding reimbursement for direct and allocated expenses incurred in connection with the performance of the services on actual basis and applicable taxes) as fixed by the Board of Directors of the Company, payable to M/s Ramanath Iyer & Co., (Firm Registration No. 000019), Cost Accountants, as Cost Auditors, appointed by the Board of Directors of the Company upon the recommendation of the Audit Committee for conducting audit of cost accounting records of the Company for the Financial Year 2021-22, be and is hereby ratified;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

6. AS AN ORDINARY RESOLUTION:

AUTHORITY TO ENTER INTO MATERIAL RELATED PARTY CONTRACTS / ARRANGEMENTS / TRANSACTIONS

“**RESOLVED THAT** pursuant to the provisions of Companies Act, 2013 and Rules framed therein, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company’s policy on Related Party Transactions, the approval of the Members of the Company be and is hereby accorded to the Board of Directors, to enter into one or more contracts / arrangements / transactions with the following related parties for the amounts stated hereunder:

S. No.	Name of the Related Party	Upto Amount (In Rs. Crores)
1.	Jindal Stainless (Hisar) Limited ("JSHL")	1,700
2.	Jindal Stainless Steelway Limited ("JSSL")	1,300
3.	Jindal United Steel Limited ("JUSL")	1,600
4.	JSL Global Commodities Pte. Ltd. ("JSL Global")	1,750
5.	Prime Stainless, DMCC ("Prime")	1,250

during the Financial Year 2021-22 on such terms and conditions as may be mutually agreed upon between the Company and JSHL/JSSL/JUSL/JSL Global/Prime;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to decide upon the nature and value of the products, goods, materials or services etc. for transactions with JSHL/JSSL/JUSL/JSL Global/Prime, including providing of corporate guarantee on behalf of JSHL, within the aforesaid limits;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors / one or more Directors or Officers of the Company and to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution."

**By order of the Board
For Jindal Stainless Limited**

**Registered Office:
O.P. Jindal Marg
Hisar – 125005, Haryana.
16th August, 2021**

**Navneet Raghuvanshi
Company Secretary
Membership No. A14657**

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated 13th January, 2021 read with circulars dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM Facility, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), MCA Circulars and circular dated 15th January, 2021 read with 12th May 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”), the 41st AGM of the Company is being held through VC / OAVM Facility. The detailed procedure for participating in the through VC/OAVM Facility is mentioned hereunder in this notice. The deemed venue for the 41st AGM shall be the Registered Office of the Company.

In terms of the MCA Circulars and SEBI Circular, the Notice of the 41st AGM will be available on the website of the Company at www.jslstainless.com, on the website of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and also on the website of Link Intime India Private Limited, at <https://instavote.linkintime.co.in/>

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circular through VC / OAVM Facility, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 41st AGM of the Company and therefore the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Attendance of the Members of the Company, participating in the 41st AGM through VC / OAVM Facility will be counted for the purpose of reckoning the quorum under section 103 of the Act.
4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of SEBI Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 41st AGM and facility for those Members participating in the 41st AGM to cast vote through e-Voting system during the 41st AGM. Link Intime India Private Limited (“Link Intime/Registrar”) will be providing facility for voting through remote e-Voting, for participation in the 41st AGM through VC/OAVM Facility and e-Voting during the 41st AGM.
5. At the 37th AGM, Walker Chandiok & Co. LLP (Firm Regn. No. 001076N/N500013) were appointed as Statutory Auditors of the Company for a term of five years until the conclusion of 42nd AGM of the Company.

The ratification of their appointment, pursuant to Section 139 of the Act, is not required, in terms of Notification No. S.O. 1833(E) dated May 7, 2018, issued by the Ministry of Corporate Affairs and accordingly, such item has not been included in the Ordinary Business of this AGM Notice.

6. The relevant details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2") of the persons seeking re-appointment as Directors under Item No. 2, 3 & 4 of the Notice, are also attached. The Company has received relevant disclosures / consents from the Directors seeking re-appointment.
7. An Explanatory Statement pursuant to Section 102 of the Act relating to special businesses to be transacted at the meeting is annexed hereto.
8. Pursuant to Section 91 of the Act and Regulation 42 of the SEBI Listing Regulations, the Register of Members and the Share Transfer books of the Company will remain closed from Monday, 13th September, 2021 to Tuesday, 14th September, 2021 (both days inclusive) for the purpose of 41st AGM of the Company.
9. The Securities and Exchange Board of India ('SEBI') has mandated submission of Permanent Account Number ('PAN') by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.
- 10. SEBI has also mandated that requests for effecting transfer of securities (except transmission or transposition of securities) shall not be processed after March 31, 2019, unless the securities are held in dematerialized form. Hence, the Members holding shares in physical form are requested to convert their holdings to dematerialized form at the earliest.**
11. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 41st AGM and the Annual Report for the year 2020-21 including therein the Audited Financial Statements for financial year ended 31st March 2021, are being sent only by email to the Members. Members who have not registered their email addresses with the Company or with their respective Depository Participant/s and who wish to receive the Notice of the 41st AGM and the Annual Report for the year 2020-21 and all other communication sent by the Company, from time to time, can now register for the same by submitting a duly filled-in request form mentioning their folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN Card and any document (such as Driving License, Passport, Bank Statement, Aadhaar Card) supporting the registered address of the Member, by email to the Company / Registrar. Members holding shares in demat form are requested to register their email addresses with their Depository Participant(s) only.

12. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, 09th September, 2021 and as per the Register of Members of the Company. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
13. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.
14. Since 41st AGM of the Company will be held through VC / OAVM Facility, therefore Route Map is not annexed to this Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

ITEM NO. 3

Mr. Abhyuday Jindal's tenure as Managing Director of the Company was upto 24th April, 2021. Considering the valuable contribution made by Mr. Abhyuday Jindal during his tenure as Managing Director of the Company, the Board of Directors at their meeting held on 04th February, 2021, upon the recommendation of the Nomination and Remuneration Committee of the Board of Directors had approved the re-appointment of Mr. Abhyuday Jindal as Managing Director of the Company for another period of three years commencing from 25th April, 2021 till 24th April, 2024, subject to the requisite approvals including from the Members. His term as Director will be subject to retirement by rotation.

Mr. Abhyuday Jindal is not disqualified from being appointed as Managing Director in terms of Section 196 of the Companies Act, 2013 ("the Act") and he has given his consent to act as Managing Director. Mr. Jindal is also not debarred from holding the office of a Director by virtue of any SEBI order or any other authority.

The information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 is provided under the head "Additional Information".

In compliance with the provisions of the Act, the terms of remuneration specified in the resolution are placed before the Members in this AGM for their approval.

There is no contract of services in writing with Mr. Abhyuday Jindal. The terms set out in the resolution may be treated in compliance of Section 190 of the Act.

Your Directors recommend passing the resolution as set out at Item No. 3 of this notice as an Ordinary Resolution for your approval.

Mr. Abhyuday Jindal is interested in the resolution as set out at Item No. 3 of this Notice. Mr. Ratan Jindal, Chairman and Managing Director of the Company being related to Mr. Abhyuday Jindal may be deemed to be interested in the said resolution. The other relatives of Mr. Abhyuday Jindal may be deemed to be interested to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors/ key Managerial Personnel(s) of the Company/ their relative are, in any way, concerned or interested, financially or otherwise in the above referred resolution.

ITEM NO. 4

Mr. Tarun Kumar Khulbe's tenure as Wholetime Director of the Company was upto 14th May, 2021. Considering the valuable contribution made by Mr. Khulbe during his tenure as Wholetime Director of the Company, the Board of Directors at its meeting held on 04th February, 2021, upon the recommendation of the Nomination and Remuneration Committee of the Board of Directors had approved the re-appointment of Mr. Khulbe as Wholetime Director of the Company for another period of three years commencing from 15th May, 2021 till 14th May, 2024, subject to the requisite approvals including from the Members. His term as Director will be subject to retirement by rotation.

Mr. Tarun Kumar Khulbe is not disqualified from being appointed as Wholetime Director in terms of Section 196 of the Companies Act, 2013 ("the Act") and he has given his consent to act as Wholetime Director. Mr. Tarun Kumar Khulbe is also not debarred from holding the office of a Director by virtue of any SEBI order or any other authority.

The information as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 is provided under the head "Additional Information".

In compliance with the provisions of the Act, the terms of remuneration specified in the resolution are placed before the Members in this AGM for their approval.

There is no contract of services in writing with Mr. Tarun Kumar Khulbe. The terms set out in the resolution may be treated in compliance of Section 190 of the Act.

Your Directors recommend passing the resolution as set out at Item No. 4 of this notice as an Ordinary Resolution for your approval.

Mr. Tarun Kumar Khulbe being concerned along with his relatives may be deemed to be interested in the resolution set out at Item No. 4 of this notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors/ Key Managerial Personnel(s) of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise in the above referred resolution.

ITEM NO. 5

In terms of the provisions of the Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to maintain the cost records for its product and services in its books of account and get its cost record audited.

The Board of Directors, in its meeting held on 14th May, 2021, on the basis of recommendation of the Audit Committee appointed M/s. Ramanath Iyer & Co., Cost Accountants, as Cost Auditors to conduct audit of cost records of the Company for the financial year 2021-22 and subject to ratification by members, fixed their remuneration at Rs. 1,92,500/- (Rupees One Lakh Ninety Two Thousand and Five Hundred only), which shall exclude reimbursement for direct and allocated expenses incurred in connection with the performance of the services on actual basis and applicable taxes.

Pursuant to Section 148 of the Companies Act 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors should be ratified by the shareholders of the Company.

Your Directors recommend passing of the resolution as set out at Item no. 5 of this notice as an ordinary resolution for your approval.

None of the Directors, Key Managerial Personnel(s) of the Company or their relatives is, in any way, concerned or interested, financially or otherwise in the said resolution.

ITEM NO. 6

The Company in the ordinary course of its business and on arm's length basis, enters into transactions for sale / purchase of goods / services/ allocating common corporate expenditure with Jindal Stainless (Hisar) Limited ("**JSHL**"), Jindal Stainless Steelway Limited ("**JSSL**"), Jindal United Steel Limited ("**JUSL**"), JSL Global Commodities Pte. Ltd. ("**JSL Global**") and Prime Stainless DMCC ("**Prime**"), the related parties of the Company.

Further, JSHL has availed a term loan facility aggregating to Rs. 50 Crore from Axis Finance Limited ("**AFL**"). For the purpose of securing the above facility the security has been perfected by JSHL on its assets on pari-passu basis with its existing lenders. One of the security conditions of the aforesaid facility is to provide corporate guarantee of Jindal Stainless Limited ("the Company") in favour of AFL. Accordingly, JSHL has approached the Company to provide a corporate guarantee to secure the aforesaid facility.

The Board of Directors in its meeting held on 26th July, 2021, upon the recommendation of the Audit Committee, subject to the approval of the members, has approved to issue corporate guarantee for securing the facility provided by AFL to JSHL, the borrower. The aforesaid corporate guarantee will be within the overall limits under Section 186 of the Companies Act, 2013 as approved by the members vide a special resolution through Postal Ballot on 6th March, 2016.

The value of the transactions proposed, which will be on an arm's length basis, are based on the Company's estimated transaction value for the financial year 2021-22.

Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") provides that all material related party transactions shall require approval of the members through Ordinary Resolution. The explanation to Regulation 23(1) of the SEBI Regulations provides that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

The above mentioned transactions between the Company and the 'Related Parties' are likely to exceed the thresholds of materiality limits as defined under the SEBI Regulations and the Policy on dealing with Related Party Transactions of the Company, during the financial year 2021-22.

Your Directors recommend passing of the resolution as set out at item no. 6 of this Notice as an Ordinary Resolution for your approval.

Except Mr. Ratan Jindal, Chairman and Director of JSHL & Director of JUSL, Mr. Abhyuday Jindal, Managing Director of JSHL and Mr. Tarun Kumar Khulbe, Director of JSSL and their relatives, none of the other Director(s) / Key Managerial Personnel(s) of the Company / their relatives are, in anyway concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding interest, if any, in the Company and the referred 'Related Parties'.

**By order of the Board
For Jindal Stainless Limited**

**Registered Office:
O.P. Jindal Marg
Hisar – 125005, Haryana.
16th August, 2021**

**Navneet Raghuvanshi
Company Secretary
Membership No. A14657**

ADDITIONAL INFORMATION

Information as required in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India for Item Nos. 2, 3 & 4.

Brief Profile of director who retire by rotation and eligible for re- appointment/ director(s) being re-appointed:

A. Details of Mr. Ratan Jindal, Chairman and Managing Director

Name of Director	Mr. Ratan Jindal
DIN	00054026
Brief Resume	<p>A Commerce graduate and alumni of Wharton School of Management, Mr Ratan Jindal is the Chairman of India's largest stainless steel manufacturing group, Jindal Stainless. Part of the USD 25 billion OP Jindal Group, the foundation of Jindal Stainless was laid in 1970. Under his stewardship, the group has grown from a producer of basic stainless steel products to a USD 2.70 billion (March'21) company providing state-of-the-art stainless steel solutions.</p> <p>Known for his technical proficiency and intimate knowledge of customers and markets, Mr Jindal is synonymous to stainless steel in India. As a vanguard of innovation in the steel industry, his focus has not only been on producing world-class stainless steel products, but also on promoting the usage of stainless steel in myriad applications. His vision for Jindal Stainless is to improve the lives of people by producing and promoting a metal that is corrosion resistant, durable, infinitely recyclable and inherently stainless.</p> <p>Having established the Jindal Stainless facility in Hisar (Haryana, India) as the only specialty stainless steel maker in the country, Mr Jindal set up the Jindal Stainless facility in Jajpur (Odisha, India) in 2011. Today, the two plants employ over 12,000 people, and have a capacity to produce 1.9 million tonnes of stainless steel. Mr Jindal has expanded the frontiers of Jindal Stainless to reach a global audience. Apart from operations in Indonesia, the company has sales offices and service centres across the globe.</p> <p>Social commitments remain as central to Mr Jindal's businesses as they were to the founder of the Jindal Group, Shri O.P. Jindal. Established in Hisar, by the group, the 600-bedded multi-specialty charitable hospital and the renowned VDJ School (VDJS) and the OP Jindal Modern School stand testimony to this commitment. The group undertakes several initiatives at the plant level to empower local communities through self-reliance. The interventions include technical & vocational training, micro-financing & livelihood generation, tailoring, farming & poultry training, and environment</p>

	<p>conservation drives.</p> <p>True to his sportsman spirit, Mr Jindal is a keen golfer and takes avid interest in tennis and cricket.</p>
Date of Birth (Age in years)	July 31, 1961 (60 years)
Qualification	Commerce graduate and alumni of Wharton School of Management
Experience and expertise in specific functional area	Business management
Terms and conditions of appointment	<p>The present resolution seeks approval of the Members for re-appointment of Mr. Ratan Jindal as a Director liable to retire by rotation.</p> <p>Please note that the terms and conditions of appointment of Mr. Ratan Jindal as Chairman & Managing Director have been approved by the sought to be paid members at the 39th AGM held on 4th September, 2019.</p>
Details of remuneration to be sought and remuneration last drawn	<p>The resolution to this notice of AGM is with regard to re-appointment of Mr. Ratan Jindal, Chairman & Managing Director of the Company, being director liable to retire by rotation, in terms of Section 152 (6) of the Companies Act, 2013. The remuneration of Mr. Ratan Jindal, Chairman & Managing Director of the Company was approved by the members at the 39th AGM held on 04th September, 2019.</p> <p>Further, Mr. Jindal did not draw any remuneration from the Company during the financial year 2020-21.</p>
Date on which first appointed on the Board	July 23, 2003
Details of shareholding in the Company as on March 31, 2021	92,32,511 equity shares of face value of Rs. 2/- each
Relationship with other Directors/Key Managerial Personnel (“KMP”) (if any)	Father of Mr. Abhyuday Jindal, Managing Director of the Company. He is not related to any other Director/ KMP.
Number of Board Meetings attended during the year 2020-21	4 (Four)
Details of Directorships / Committee Chairmanship and Memberships in companies (As on 31st March, 2021)	As detailed herein below

Type of Company	Directorships Held	Committee Membership	Committee Chairmanship
Listed Company	Jindal Stainless (Hisar) Limited	Nomination and Remuneration Committee	Nil
Unlisted Public Company	Sonabheel Tea Limited	Nil	Nil
	Jindal Coke Limited	Nil	Nil
	Jindal United Steel Limited	Nil	Nil
	Om Project Consultants and Engineers Limited	Nil	Nil
Private Limited Company	Jindal Industries Private Limited	Nil	Nil
Foreign Company	Jindal Stainless FZE	Nil	Nil
	JSL Group Holdings Pte. Limited	Nil	Nil
	Jindal Stainless Mauritius Limited	Nil	Nil

B. Details of Mr. Abhyuday Jindal, Managing Director

Name of Director	Mr. Abhyuday Jindal
DIN	07290474
Brief Resume	<p>A Boston University graduate in Economics and Business Management, Mr. Abhyuday Jindal has a wide ranging experience in the areas of project management, supply chain systems, and strategic & general management. Currently, he is also the Managing Director of Jindal Stainless (Hisar) Limited. He is also the Co-Chair for FICCI's Steel Committee.</p> <p>Mr. Jindal started his career with the JSW Group. There, he played a prominent role in the stake acquisition of Ispat Industries and the post acquisition integration of JSW and Ispat. He then moved on to the Boston Consulting Group, where he managed project consultancy for diverse industries, including cement, steel, wind turbines, and auto components. Having gained a deep understanding of the industrial manufacturing arena, Mr. Jindal entered the USD 2.70 billion (as of March'21) Jindal Stainless organization.</p> <p>Driven by the ambition to go beyond the ordinary, Mr. Jindal took multiple strides in improving supply chain and operational efficiencies. Today, he is shaping Jindal Stainless into a far more dynamic, responsive, predictive, and solution-based organization. As a leader in the stainless steel landscape of the country, Mr. Jindal has explored and unlocked new</p>

	<p>avenues for providing stainless solutions to stakeholders with the vision to improve lives. Helmed by him, the organization has built uncontested market leadership and made foray into new fields.</p> <p>Strongly rooted in the Indian soil, Mr. Abhyuday Jindal's community-centric transformational approach has led to the development and sustenance of several empowerment initiatives in and around its production facilities. His signature style has endeared him further among employees. He personifies open and participative management, a consistent culture of dialogue and feedback and a relentless march towards continuous improvement.</p>
Date of Birth (Age in years)	April 4, 1989 (32 Years)
Qualification	Boston University graduate in Economics and Business Management
Experience and expertise in specific functional area	Business Management
Terms and conditions of appointment	Please refer resolution at Item no. 3 of this notice.
Details of remuneration to be sought and remuneration last drawn	<p>Details of remuneration sought to be paid is mentioned in item no. 3 of this notice.</p> <p>During the financial year 2020-21, remuneration of Rs. 3 Crore was paid by the Company to Mr. Abhyuday Jindal.</p>
Date on which first appointed on the Board	9 th August, 2017 (appointed as Non-Executive Vice-Chairman)
Details of shareholding in the Company 31st March, 2021	32,53,627 equity shares of face value of Rs. 2/- each
Relationship with other Directors/Key Managerial Personnel ("KMP") (if any)	Mr. Abhyuday Jindal is the son of Mr. Ratan Jindal, Chairman and Managing Director of the Company. He is not related to any other Director/ KMP
Number of Board Meetings attended during the year 2020-21	6 (Six)
Details of Directorships / Committee Chairmanship and Memberships in other public limited companies (As on 31st March, 2021)	<p>Directorship</p> <ul style="list-style-type: none"> Jindal Stainless (Hisar) Limited ("JSHL") <p>Committee Chairmanship in JSHL</p> <ul style="list-style-type: none"> Risk Management Committee Share Transfer Committee Sub-committee <p>Committee Membership in JSHL</p> <ul style="list-style-type: none"> Stakeholders Relationship Committee

C. Details of Mr. Tarun Kumar Khulbe, Wholetime Director

Name of Director	Mr. Tarun Kumar Khulbe
DIN	07302532
Brief Resume	<p>Mr. Tarun Kumar Khulbe has been working as a Wholetime Director of Jindal Stainless Limited (JSL) since May, 2018. As a Director on the Board, he is responsible for function of Sales & Marketing, IT, Logistics, Strategic initiatives and Company's subsidiaries. An industry veteran with an experience of 34 years, Mr. Khulbe has played an instrumental in steering JSL towards sustained operational excellence.</p> <p>Mr. Khulbe started his career with the then Raymond Steel, which later merged into Thyssen Krupps, Germany. There, he garnered rich and varied industrial experience spanning across India and Germany. In October 2004, Mr. Khulbe joined Jindal Stainless as an Additional General Manager for the Cold Rolling Mills. Through a demonstrated ability to lead high-performing teams, he was selected to head the entire stainless steel operations at JSL in August 2012. Three years later, he assumed the role of Director and Chief Operating Officer for JSL.</p> <p>Mr. Khulbe combines hands-on knowledge and experience of people, plant, project, and management of business units. This cross-functional exposure lends to him a unique blend of a technocrat and a leader. He is an Engineering Graduate from MITS, Gwalior and MBA from Jamnalal Bajaj Institute of Management Studies, Mumbai.</p>
Date of Birth (Age in years)	July 4, 1965 (56 years)
Qualification	Engineering graduate from MITS, Gwalior and MBA from JBIMS, Mumbai
Experience and expertise in specific functional area	Operations
Terms and conditions of appointment	Please refer resolution at Item no. 4
Details of remuneration sought to be paid and remuneration last drawn	<p>Details of remuneration sought to be paid is mentioned in item no. 4 of the notice of AGM.</p> <p>During financial year 2020-21, remuneration of Rs. 1.77 Crore was paid by the Company to Mr. Tarun Kumar Khulbe.</p>
Date on which first appointed on the Board	15 th May, 2018
Details of shareholding in the Company (As on 31st March, 2021)	47,076 equity shares of face value of Rs. 2/- each.
Relationship with other Directors/Key Managerial Personnel ("KMP") (if any)	Mr. Tarun Kumar Khulbe is not related to any other Director or KMP of the Company.

Number of Board Meetings attended during the year 2020-21	5 (five)
Details of Directorships / Committee Chairmanship and Memberships in other companies (As on 31st March, 2021)	<p>Directorship</p> <ul style="list-style-type: none"> • Jindal Stainless Steelway Limited • J.S.S. SteelItalia Limited • Jindal Stainless Park Limited <p>Committee membership / Chairmanship</p> <ul style="list-style-type: none"> • Nil

**By order of the Board
For Jindal Stainless Limited**

**Registered Office:
O.P. Jindal Marg
Hisar – 125005, Haryana.
16th August, 2021**

**Navneet Raghuvanshi
Company Secretary
Membership No. A14657**

INSTRUCTIONS FOR E-VOTING:

Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and as amended, the Company is pleased to provide remote e-voting facility to enable the Member to cast their votes electronically on the resolutions mentioned in the Notice of the 41st AGM of the Company to be held on Thursday, 16th day of September, 2021. The Company has appointed Mr. Sandeep Garg, Advocate, as the Scrutinizer for conducting the remote e-voting process and e-voting during the AGM in a fair and transparent manner. The list of shareholders/ beneficial owners shall be reckoned on the equity shares as on 09th September, 2021.

The Member(s) requiring any assistance with regard to use of technology for remote e-voting or at any time before or during the 41st AGM (including e-voting in the 41st AGM) may contact Mr. Swapan Kumar Naskar, Associate Vice President & Head (North India) at the designated email ID: swapann@linkintime.co.in or contact at 011- 49411000. The remote e-voting period will commence on 13th September, 2021 at 9.00 a.m. (IST) and ends on 15th September, 2021 at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 09th September, 2021, may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited (“Link Intime”) for voting thereafter. Once the vote on a resolution is cast by a Member, whether partially or otherwise, it shall not be allowed to change subsequently. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as “ABSTAINED”. Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.

Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

<u>Type of shareholders</u>	<u>Login Method</u>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ul style="list-style-type: none"> • If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. • After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ul style="list-style-type: none"> • Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at : https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p>	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

<p>Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.</p>	<ol style="list-style-type: none"> 1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in <input type="checkbox"/> Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: - <ul style="list-style-type: none"> A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. <ul style="list-style-type: none"> • Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above <input type="checkbox"/> Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter). <input type="checkbox"/> Click “confirm” (Your password is now generated). 2. Click on ‘Login’ under ‘SHARE HOLDER’ tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’. 4. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). 7. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
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Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME, have forgotten the password:

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders & evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs')** and **InstaVote e-Voting manual** available at <https://instavote.linkintime.co.in>, under **Help** section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

InstaVote Support Desk
Link Intime India Private Limited

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>

<p><input type="checkbox"/> Select the “Company” and ‘Event Date’ and register with your following details: -</p> <p>A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No</p> <ul style="list-style-type: none">• Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID• Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID• Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. Mobile No.: Enter your mobile number.</p> <p>D. Email ID: Enter your email id, as recorded with your DP/Company.</p> <p><input type="checkbox"/> Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).</p>

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

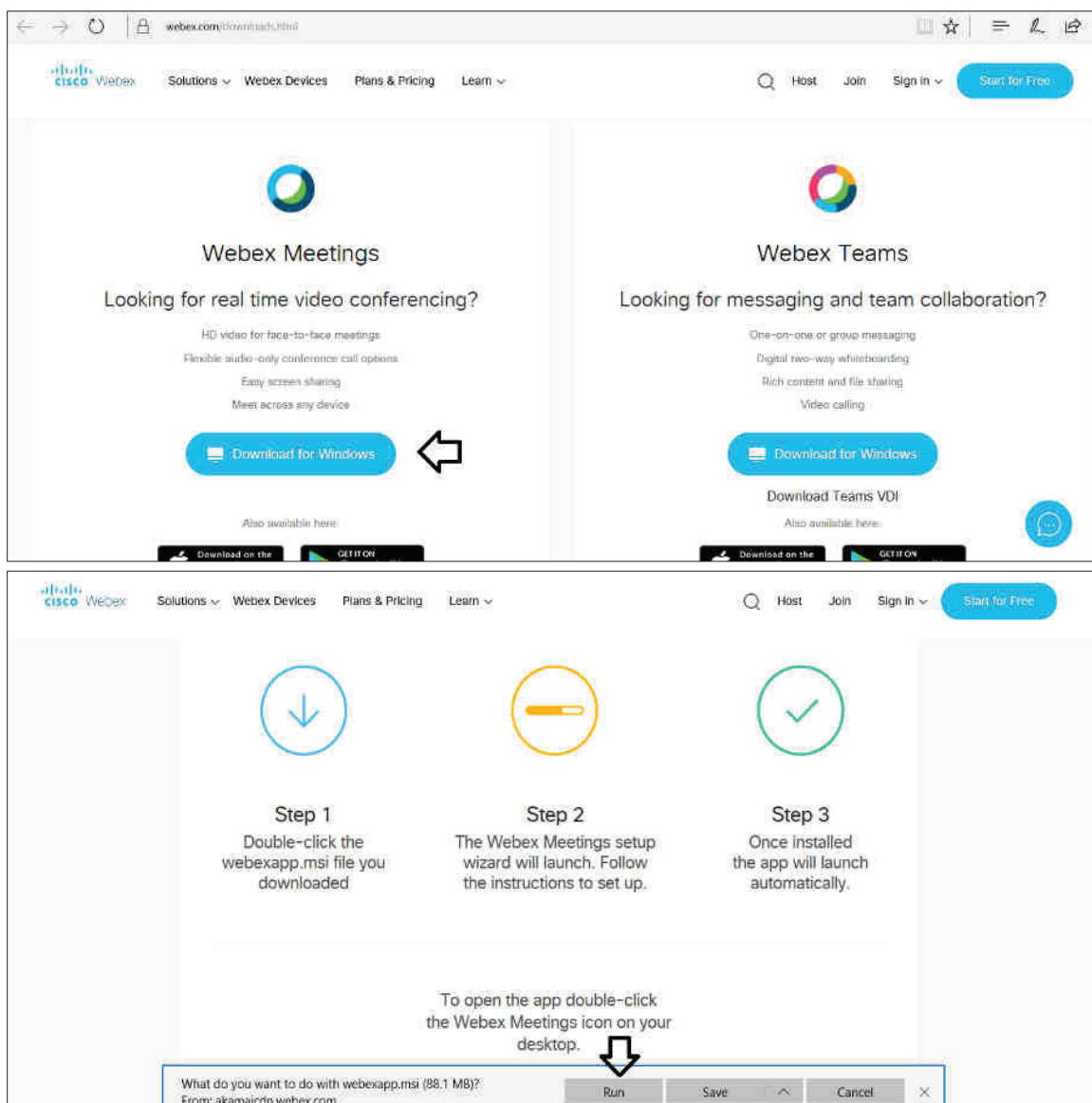
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

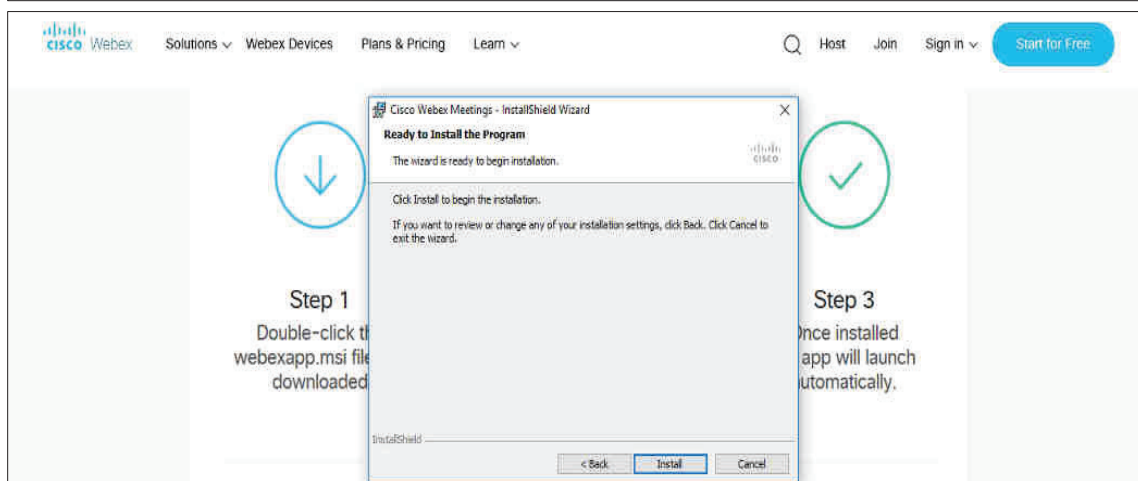
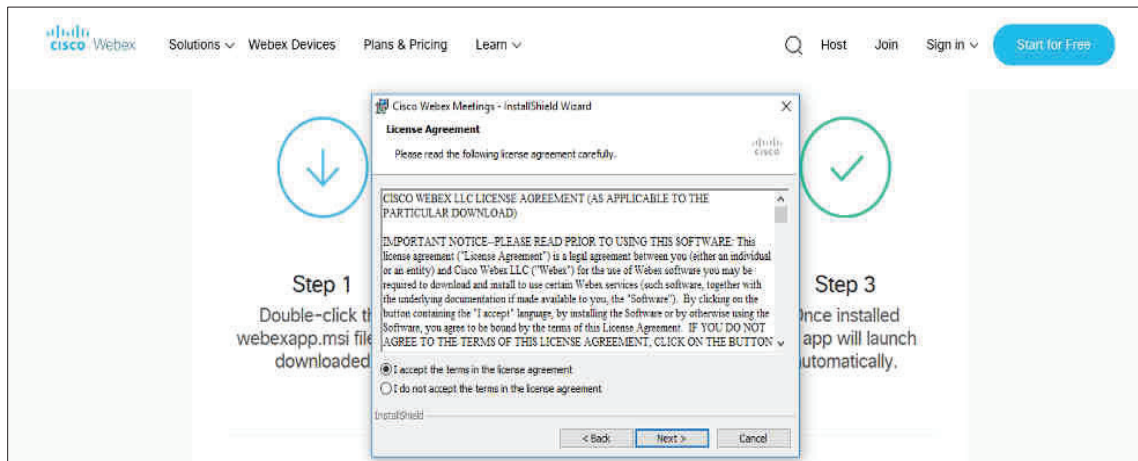
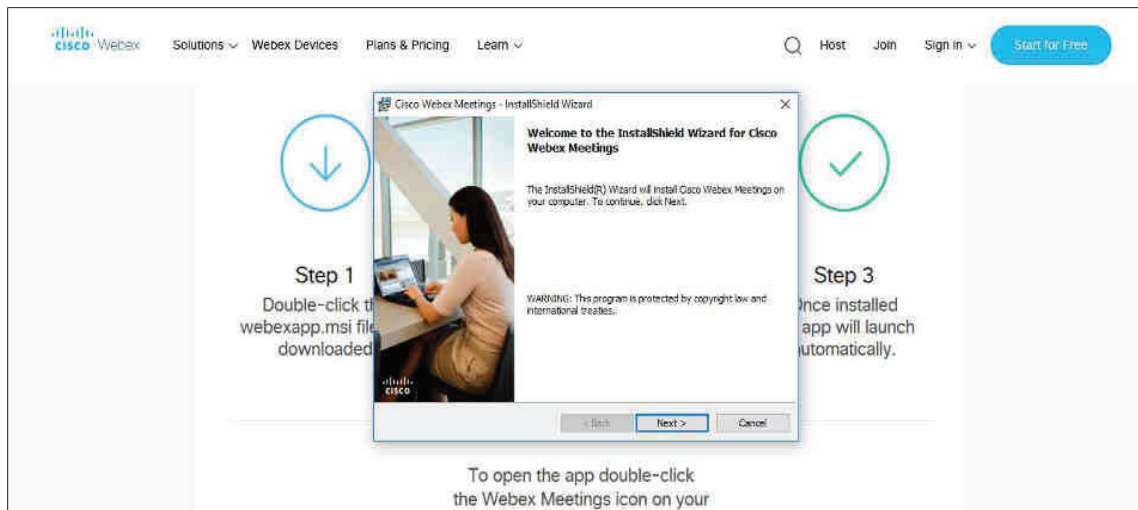
InstaMeet Support Desk
Link Intime India Private Limited

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>





or

- b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now

The screenshot displays the Cisco Webex 'Join Event Now' interface. On the left, there is a section for 'Event Information' with fields for Event status, Date and time, Duration, and Description. Below this, a disclaimer states: 'By joining this event, you are accepting the Cisco Webex [Terms of Service](#) and [Privacy Statement](#).' On the right, the 'Join Event Now' button is visible, followed by a message: 'You cannot join the event now because it has not started'. Below this message are four input fields: 'First name:', 'Last name:', 'Email address:', and 'Event password:'. A red arrow points to these fields with the text 'Mention your First name, Last name and email address'. At the bottom right, there is a 'Join by browser' button with a 'NEW' badge and a 'Start your event' link for hosts.

FOR ATTENTION OF SHAREHOLDERS

1. Those Members, who hold shares in physical form or who have not registered their email address with the Company and who wish to participate in the 41st AGM or cast their vote through remote e-Voting or through the e-Voting system during the meeting, may obtain the login ID and password by sending scanned copy of (i) a signed request letter mentioning the name, folio number and complete address; and (ii) self-attested scanned copy of the PAN Card and any document (such as Driving Licence, Bank Statement, Election Card, Passport, Aadhar Card) in support of the address of the Member as registered with the Company; to the email address of the Company **investorcare@jindalstainless.com**.

In case shares are held in demat mode, Members may obtain the login ID and password by sending scanned copy of (i) a signed request letter mentioning their name, DP ID-Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID); (ii) self-attested scanned copy of client master or Consolidated Demat Account statement; and (iii) self-attested scanned copy of the PAN Card, to the email address of the Company **investorcare@jindalstainless.com**

2. Members are requested to immediately notify to the Registrar any change in their address, in respect of equity shares held in physical mode and to their depository participants (DPs) in respect of equity shares held in dematerialised form.
3. As per provisions of the Companies Act, 2013 read with relevant Rules thereof, facility for making nominations is available to individuals holding shares in the Company. Members holding shares in physical form may obtain Nomination Form No. SH-13 from the Company's RTA. Members holding shares in electronic form are required to approach their DPs for the nomination.
4. The Company's equity shares are compulsorily traded in dematerialised form by all investors Shareholders are requested to get the shares dematerialised in their own interest.
5. **The Company has created an Email Id. 'investorcare@jindalstainless.com', which is being used exclusively for the purpose of redressing the complaints of the investors.**
6. Members should quote their Folio No. / DP Id-Client Id, email addresses, telephone / fax numbers to get a prompt reply to their communications.
7. The annual accounts and other related documents of the subsidiaries are available at the website of the Company and will be made available to any member of the Company who may be interested in obtaining the same. The consolidated financial statements of the Company include the financial results of all the subsidiary companies. The annual accounts of the subsidiary companies would be open and accessible for inspection by shareholder / investor at registered office of the Company and registered office of the subsidiary companies on any working day except holidays.
8. The Scrutinizer shall after the conclusion of e-Voting at the 41st AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not and such Report shall then be sent to the Chairman or a person

authorized by him, within 48 (forty eight) hours from the conclusion of the 41st AGM, who shall then countersign and declare the result of the voting forthwith.

9. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to investorcare@jindalstainless.com.

10. **Mandatory updating of PAN and Bank details against your physical holding**

The Securities and Exchange Board of India (SEBI) vide its circular SEBI/HO/DOP1/CIR/P/2018/73 dated 20th April, 2018, mandated that the companies through their Registrar and Transfer Agents (“RTA”) should take special efforts for collecting copies of PAN and bank account details for the security of the holders holding securities in physical form. Those security holders whose folio(s) do not have complete details relating to their PAN and Bank Account, or where there is any change in the bank account details provided earlier, have to compulsorily furnish the details to RTA/ Company for registration /updating.

You are therefore requested to submit the following to update the records:

- KYC Format duly filled in and signed by all the shareholders.
- Self-attested copy of Pan Card of all the shareholders.
- Cancelled Cheque leaf with name (if name is not printed, self-attested copy of the pass book showing the name of the account holder) of the first holder.
- Address proof (self-attested Aadhar-card) of the first holder.
- Any change in the name of the holders.

Note: You are requested to ignore this communication if you have already updated you details with RTA / Company.