



JSW INFRASTRUCTURE LTD.

Regd. Office: JSW Centre,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051.
Phone : 022-42861000
Fax : 022-42863000
CIN: U45200MH2006PLC161268
Website: www.jsw.in
Email id: infra.mumbai@jsw.in

January 22, 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: Voting Results of the Postal Ballot and Scrutinizer’s Report

Ref: Regulation 30 and 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').

Dear Sir/Madam,

This is further to our letter dated December 19, 2023 enclosed with the Postal Ballot Notice dated December 19, 2023 ("the Notice"), for seeking consent of the Members of the Company by way of Ordinary Resolution through remote e-Voting process for:

- a) Approval for Material Related Party Transaction between JSW Jaigarh Port Limited with JSW Steel Limited for Financial Year 2023-24;
- b) Approval for Material Related Party Transaction between JSW Dharamtar Port Private Limited with JSW Steel Limited for Financial Year 2023-24

In this regard, the remote e-voting process concluded on Sunday, January 21, 2024, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot.

Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Ordinary Resolution with the requisite majority.

In connection with the same, please find attached the voting results of the said Postal Ballot activity through remote e-voting, in relation to the aforesaid business, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015,



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and the Scrutinizer's Report dated January 22, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. <https://www.jsw.in/infrastructure/jsw-infrastructure-shareholders-meetings-fy-2023-24>

You are kindly requested to take note of the above.

Thanking You,

Yours sincerely,

For **JSW Infrastructure Limited**

Gazal Qureshi
Company Secretary and Compliance Officer
ACS 16843

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

Name of Company	JSW INFRASTRUCTURE LIMITED
Date of the Postal Ballot Notice	19-12-2023
Remote e-voting period:	
Start Date:	23rd December, 2023 at 9:00 a.m.
End Date:	21st January, 2024 at 5:00 p.m.
Total number of shareholders on record date	287320
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Material Related Party Transaction between JSW Jaigarh Port Limited with JSW Steel Limited for Financial Year 2023-24.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,85,48,96,373	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0	0.0000	0.0000	0
Public- Institutions	E-Voting	14,17,93,012	10,46,07,705	73.7749	10,46,07,705	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,46,07,705	73.7749	10,46,07,705	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	10,33,12,182	16,68,224	1.6147	16,63,511	4,713	99.7174	0.2825	0	126
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,68,224	1.6147	16,63,511	4,713	99.7175	0.2825	0	126
Total		2,10,00,01,567	10,62,75,929	5.0608	10,62,71,216	4,713	99.9956	0.0044	0	126

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Material Related Party Transaction between JSW Dharamtar Port Private Limited with JSW Steel Limited for Financial Year 2023-24.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,85,48,96,373	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	14,17,93,012	10,46,07,705	73.7749	10,46,07,705	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,46,07,705	73.7749	10,46,07,705	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	10,33,12,182	14,25,119	1.3794	14,20,301	4,818	99.6619	0.3380	0	2,43,231
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,25,119	1.3794	14,20,301	4,818	99.6619	0.3381	0	243231
Total		2,10,00,01,567	10,60,32,824	5.0492	10,60,28,006	4,818	99.9955	0.0045	0	243231

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agarwalcs_mumbai@yahoo.co.in
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REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

To,
**The Chairman / Whole-time Director / CFO & Company Secretary,
JSW INFRASTRUCTURE LIMITED
JSW Centre, Bandra Kurla Complex,
Bandra (East), Mumbai-400051**

Dear Sir/Madam

I, Sunil Agarwal, proprietor of Sunil Agarwal & Co. Company Secretaries, have been appointed by the Board of Directors of JSW Infrastructure Limited ("**Company**") as Scrutinizer for the purpose of:

Scrutinizing the postal ballot which was conducted through electronic means in respect of the resolutions contained in the notice dated 19th December, 2023 and ascertaining the requisite majority on voting carried out as per the provision of Sections 110 & 108 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs General Circular no 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, circular number 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated 5th May, 2022, 11/2022 dated December 28, 2022 (collectively referred to as MCA Circulars) and Regulation 44 of Securities and Exchange Board of India (Listing obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2021/11 (Collectively referred to as SEBI Circular) issued in this regard on the resolution as set out in the Notice of Postal Ballot.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 read with Rules made there under, SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars, SEBI Circulars or any other Provisions, as applicable for conducting Postal Ballot of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.



2. The Company has availed the services of Central Depository Services Limited ('CDSL') for conducting postal ballot through e- voting. Further CDSL has also been engaged for facilitating e- voting to enable the members to cast their votes electronically using e- voting system on special business sought to be transacted through postal ballot.
3. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report for the 'Votes cast in favour' or 'against' the resolution stated in the Notice postal ballot.
4. The Member of the Company holding equity shares in dematerialised form, as on the "cut-off date" i.e. Friday, 15th December, 2023 was entitled to vote on the proposed resolution through remote e- voting on the resolution as set out in the Notice of Postal Ballot dated 19th December, 2023.
5. The e-voting period remained open from Saturday 23rd December, 2023 at 9.00 a.m. (IST) and end on Sunday 21st January, 2024 at 5.00 p.m. (IST) on the designated website <https://www.cdslindia.com>.
6. Pursuant to the provisions of the Act and MCA circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot Notice(s) to its members whose name(s) appeared in the Register of Members/ List of beneficial owners received from Central Depository Systems Limited/ as on cut-off date i.e Friday, 15th December, 2023 and whose e-mail ids was available with the company and Depositories through electronic means only and the Company has not dispatched physical notices to any member.
7. Pursuant to clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration Rules) 2014, the company has published the advertisement in English language newspaper Financial Express having wide circulation and in regional language newspaper Navshakti dated 20th December, 2023.
8. I monitored the process of electronic voting (i.e. e-voting) through the scrutinizer's secured link provided by Central Depository Services Limited through its designated website www.cdslindia.com.
9. After completion of e-voting, votes casted by the members were unblocked on 21st January at 5.01 P.M.
10. The e-voting report downloaded from the website of Central Depository Services Limited have been kept separately for the purpose of postal ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the company and authorizations lodged with the company.



12. The register and other documents/ registers and records relating to electronic voting shall remain in my safe custody until the chairman considers, approves and sign the Postal Ballot minutes and the same will be handed over to the Company Secretary for the safe custody.

RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted “for”, “against” or “abstain / invalid”, if any on each of the resolution(s) that were put to vote, were generated from the e-voting website of CDSL. Considering the report from CDSL on electronic voting and with respect to each item on the agenda as set out in the Notice dated 19th December, 2023 is enclosed.

SPECIAL BUSINESS:

1. **Approval for Material Related Party Transaction between JSW Jaigarh Port Limited with JSW Steel Limited for Financial Year 2023-24:**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	776	10,62,71,216	100.00
Against	18	4,713	0.00
Abstain	1	126	0.00
Invalid	0	0	0.00
Total	795	10,62,76,055	100.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority

2. **Approval for Material Related Party Transaction between JSW Dharamtar Port Private Limited with JSW Steel Limited for Financial Year 2023-24:**

Particulars	e-voting		
	No. of members voted	No. of Votes cast	No. of votes % cast by them
Favour	771	10,60,28,006	100.00
Against	20	4,818	0.00
Abstain	4	2,43,231	0.00
Invalid	0	0	0.00
Total	795	10,62,76,055	100.00



Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority

RECOMMENDATION:

The resolution having secured requisite majority of votes, the respective resolution may be considered to have been passed. The Chairman / Whole-time Director, CFO & CS may accordingly declare result of voting.

Thanking You,
Yours faithfully,
For Sunil Agarwal & Co.
Company Secretaries



FCS SUNIL AGARWAL
Practicing Company Secretary
FCS 8706
C.P. No. 3286
Peer Review Unit No. 788/2020
UDIN No. F008706E003276071
Place: Mumbai
Date: 22/01/2024