



To,

August 01, 2019

<b>BSE Limited,</b> Corporate Relationship Department, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 532642	<b>National Stock Exchange of India Limited,</b> Exchange Plaza, Plot no. C/1, G Block, Bandra - Kurla Complex, Bandra(E), Mumbai - 400051 Symbol: JSWHL
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**Sub.: Proceedings & Declaration of voting results of the 18th Annual General Meeting held on 1<sup>st</sup> August, 2019.**

**Ref.: Regulation 30 & 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

At the 18th Annual General Meeting of the JSW Holdings Limited held on Thursday, August 01, 2019 at HRD Centre c/o JSW Steel Coated Products Limited situated at Village Vasind, Taluka Shahapur, District Thane- 421 604, all the resolutions stated in the Notice of the AGM were approved by the shareholders with requisite majority.

Enclosed herewith are the following:

1. Brief proceedings as required under the Regulation 30, Part A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure- I;
2. Results in the prescribed format under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure II and;
3. The Scrutinizer's Report dated August 1, 2019 by Mr. Sunil Agrawal, Practicing Company Secretary, the Scrutinizer as Annexure III.

You are requested to take the same on record and acknowledge receipt of the same.

Thanking you,  
Yours sincerely,

For JSW Holdings Limited

  
Deepak Bhat  
Company Secretary





**Summary of the proceedings of the Annual General Meeting of JSW Holdings Limited held on Thursday, August 1, 2019**

The 18th Annual General Meeting ("AGM") of the Members of the Company was held today i.e. Thursday, 1<sup>st</sup> August, 2019, at 11.00 a.m. at HRD Centre of JSW Steel Coated Products Limited, Village Vasind, Taluka Shahapur, District Thane- 421 604.

Mr. N. K. Jain presided as the Chairman of the Meeting.

Total 65 members (including authorized representatives) attended the Meeting as per the records of attendance.

The Chairman then delivered his formal address speech wherein he gave an overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook. The printed copy of Chairman's Speech was distributed to the Members attending the Meeting.

On invitation by the Chairman, several Members addressed the Meeting, gave suggestions and raised queries on the Company's Financial Statements and business, which were replied to by the Chairman to their satisfaction.

The Chairman stated that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced on Monday, July 29, 2019 at 09.00 a.m. and ended on Wednesday, July 31, 2019 at 05.00 p.m.

Mr. Sunil Agarwal, Practicing Company Secretary, Proprietor of M/s. Sunil Agarwal & Co. was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process and voting at the AGM through ballot paper.

**COUNTING PROCESS:**

- At the Venue of the Meeting

After the announcement of voting by the chairman, one empty ballot box kept for polling was locked / sealed in the presence of the Scrutinizer. On completion of voting at the meeting, the locked ballot box was subsequently opened in the Scrutinizer's presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and authorisations proxies lodged with the Company.





- Remote E-voting

The remote e-voting results on the Karvy E-voting platform were unblocked and downloaded on Thursday, 1<sup>st</sup> August, 2019 after the AGM by the Scrutinizer in the presence of two witnesses Mrs. Kirti Sakre and Mr. Nayan Misra who are not in the employment of the Company.

The consolidated results as per the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be declared on receipt of the Scrutinizer's Report and shall be placed on the website of the Company [www.jsw.in](http://www.jsw.in) and on the website of Karvy <https://evoting.karvy.com> and shall simultaneously be communicated to the Stock Exchanges within the prescribed time permitted by law.

The resolutions proposed at the AGM, briefly related to:

**ORDINARY BUSINESS:**

1. Adoption of Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors thereon (*Ordinary Resolution*);
2. Appointment of a Director in place of Mr. Sajjan Jindal (holding DIN: 00017762), who retires by rotation and being eligible, offers himself for reappointment (*Ordinary Resolution*);

**SPECIAL BUSINESS:**

3. Approval of re-appointment of Mr. Atul Desai as Independent Director of the Company. (*Special Resolution*);
4. Approval of re-appointment of Mr. I. Qureshi as Independent Director of the Company. (*Special Resolution*);
5. Approval of re-appointment of Mrs. Sutapa Banerjee as Independent Director of the Company. (*Special Resolution*);
6. Approval of Adoption of new set of Articles of Association of the Company. (*Special Resolution*);
7. Approval of Related Party Transaction for granting of loans to Realcom Realty Private Limited aggregating to Rs. 22.75 crores in the financial year 2019-20. (*Ordinary Resolution*);





8. Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited aggregating to Rs. 120.00 crores in the financial year 2019-20. (*Ordinary Resolution*);
9. Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited and/or Everbest Consultancy Services Private Limited aggregating to Rs. 40.00 crores in the financial year 2019-20. (*Ordinary Resolution*) and;
10. Approval of Related Party Transaction for granting of loans to JSW Investments Private Limited aggregating to Rs. 39.00 crores in the financial year 2019-20. (*Ordinary Resolution*);

The meeting was concluded with a vote of thanks to the members present at the Meeting.



N.K.jain  
Chairman of the 18th Annual General Meeting  
Date: 01.08.2019



	JSW HOLDINGS LIMITED
Date of the AGM/EGM	01-08-2019
Total number of shareholders on record date	19208
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	13
Public:	52
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 - Adoption of Audited Financial Statements of the Company including Consolidated Financial Statements for the financial year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	6,814,517	99.9589	6,814,517	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		6,814,517	99.9589	6,814,517	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0
Total		11,099,625	9,657,725	87.0095	9,657,635	90	99.9991	0.0009	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director in place of Mr. Sajjan Jindal holding DIN 00017762, who retires by rotation and being eligible, offers himself for reappointment									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									

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	6,817,318	6,802,331	99.9589	6,802,331	0	100.0000	0.0000	12,186	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		6,802,331	99.9589	6,802,331	0	100.0000	0.0000	12,186	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0
Total		11,099,625	9,645,539	86.8997	9,645,449	90	99.9991	0.0009	12,186	12186

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of re-appointment of Mr. Atul Desai as Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	6,814,517	99.9589	6,814,517	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		6,814,517	99.9589	6,814,517	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0

Total	11,099,625	9,657,725	87.0095	9,657,635	90	99.9991	0.0009	0	0
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Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of re-appointment of Mr. I. Qureshi as Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	6,814,517	99.9589	6,814,517	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		6,814,517	99.9589	6,814,517	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0
Total	11,099,625 9,657,725 87.0095 9,657,635 90 99.9991 0.0009 0 0									

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of re-appointment of Mrs. Sutapa Banerjee as Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	6,814,517	99.9589	6,814,517	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		6,814,517	99.9589	6,814,517	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0

Public- Institutions	Postal Ballot (if applicable)	2,724,905	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
	E-Voting		116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll	1,427,106	1,529	0.1071	1,529	0	100.0000	0.0000	0	0
Public- Non Institutions *	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0
	Total	11,099,625	9,657,725	87.0095	9,657,635	90	99.9991	0.0009	0	0

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of Adoption of new set of Articles of Association of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	6,814,517	99.9589	6,814,517	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		6,814,517	99.9589	6,814,517	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,774	8.1826	116,684	90	99.9229	0.0770	0	0
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,303	8.2897	118,213	90	99.9239	0.0761	0	0
	Total	11,099,625	9,657,725	87.0095	9,657,635	90	99.9991	0.0009	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to Realcom Realty Private Limited aggregating to Rs. 22.75 crores in the financial year 2019-20									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									



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	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,814,517
	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	6814517
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,674	8.1756	116,584	90	99.9228	0.0771	0	100
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,203	8.2827	118,113	90	99.9239	0.0761	0	100
Total	11,099,625	2,843,108	25.6145	2,843,018	90	99.9968	0.0032	0	100	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited aggregating to Rs. 120.00 crores in the financial year 2019-20									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,814,517
	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	6814517
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,674	8.1756	116,584	90	99.9228	0.0771	0	100
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0

Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,203	8.2827	118,113	90	99.9239	0.0761	0	100
	Total	11,099,625	2,843,108	25.6145	2,843,018	90	99.9968	0.0032	0	100

Resolution No.	9									
Resolution required: (Ordinary/Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited and/or Everbest Consultancy Services Private Limited aggregating to Rs. 40.00 crores in the financial year 2019-20									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,814,517
	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	6814517
Public- Institutions	E-Voting	2,855,201	2,724,905	95.4365	2,724,905	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		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,427,106	116,674	8.1756	116,584	90	99.9228	0.0771	0	100
	Poll		1,529	0.1071	1,529	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,203	8.2827	118,113	90	99.9239	0.0761	0	100
Total		11,099,625	2,843,108	25.6145	2,843,018	90	99.9968	0.0032	0	100

Resolution No.	10									
Resolution required: (Ordinary/Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to JSW Investments Private Limited aggregating to Rs. 39.00 crores in the financial year 2019-20.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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
	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,814,517
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0

Promoter and Promoter Group	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	6814517
	E-Voting		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
	Poll	2,855,201	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,724,905	95.4365	2,724,905	0	100.0000	0.0000	0	0
	E-Voting		116,674	8.1756	116,584	90	99.9228	0.0771	0	100
	Poll	1,427,106	1,529	0.1071	1,529	0	100.0000	0.0000	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		118,203	8.2827	118,113	90	99.9239	0.0761	0	100
	Total	11,099,625	2,843,108	25.6145	2,843,018	90	99.9968	0.0032	0	100

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agarwalcs\_mumbai@yahoo.co.in

**Web. :** www.cssunilagarwal.in



**SUNIL AGARWAL & Co.**

Company Secretaries

## CONSOLIDATED 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 / Jt. Managing Director, CEO & CFO,**  
**JSW HOLDINGS LIMITED**  
JSW Centre,  
Bandra Kurla Complex,  
Bandra East, Mumbai – 400 051

Dear Sir,

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

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("**Rules**"), and
- ii. Voting by Shareholders at the 18<sup>th</sup> Annual General Meeting held on Thursday, 1<sup>st</sup> August, 2019 ("**AGM**")

in a fair and transparent manner for the resolution(s) as contained in the Notice convening AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting on the resolution(s) contained in the Notice convening AGM of the members of the Company and at the meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution(s) contained in the Notice convening AGM, based on the reports generated from the e-voting system provided by Karvy Fintech Private Limited (Formerly known as KCPL Advisory



Services Private Limited), authorised agency to provide remote e-voting platform (hereinafter referred to as “Karvy”) and based on the voting conducted at the AGM.

#### **DISPATCH OF NOTICE CONVENING THE MEETING:**

The Notice convening AGM dated 8<sup>th</sup> May, 2019 convening the 18<sup>th</sup> AGM of the Company along with statement setting out material facts under Section 102 of the Act were sent to the shareholders.

#### **CUT-OFF DATE:**

The Voting rights were reckoned as on Thursday, 25<sup>th</sup> July, 2019, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.

#### **REMOTE E-VOTING:**

The Company has availed services of Karvy Fintech Private Limited as the agency for providing the remote e-voting platform.

The remote e-voting period was kept open for three days which commenced on Monday, 29<sup>th</sup> July 2019 at 9:00 A.M. and concluded on Wednesday, 31<sup>st</sup> July, 2019 at 5:00 P.M. on <https://evoting.karvy.com/>.

#### **VOTING AT THE AGM:**

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended from time to time, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, Karvy, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

#### **COUNTING PROCESS:**

- **At the Venue of the Meeting**

After the announcement of voting by the chairman, one empty ballot box kept for polling was locked / sealed in my presence.

On completion of voting at the meeting, the locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized.



The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agent of the company and authorisations / proxies lodged with the Company.

- **Remote E-voting**

The remote e-voting results on the Karvy E-voting platform were unblocked and downloaded on Thursday, 1<sup>st</sup> August, 2019 after the AGM in the presence of two witnesses Mrs. Kirti Sakre and Mr. Nayan Misra who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

### 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 Karvy. Taking into account the report from Karvy and physical voting at the AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 18<sup>th</sup> AGM dated 1<sup>st</sup> August, 2019 is enclosed.

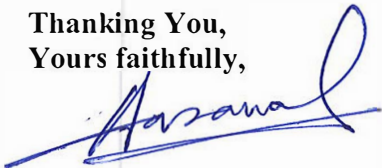
I further report that:

- In terms of the provision of Regulation 23 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), in respect of the Material Related Party Transactions at item nos. 7, 8, 9 and 10 forming part of the Notice of the 18<sup>th</sup> AGM of the Company, the related parties i.e. “Promoter & Promoter Group” were required to remain abstain from voting on such resolution and such related parties had not voted on the item nos. 7, 8, 9 and 10.
- Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1, 2 & 7 to 10 and Special Resolutions as set out at item no. 3 to 6 of the Notice have been passed with requisite majority.

### RECOMMENDATION

All the resolution(s) having secured requisite majority of votes, the respective resolution(s) may be considered to have been passed. The Chairman may accordingly declare result of voting

Thanking You,  
Yours faithfully,



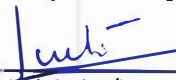
**CS SUNIL AGARWAL**  
Practicing Company Secretary  
FCS 8706  
C.P. No. 3286



**Date: 01.08.2019**

**Place: Mumbai**

We the undersigned witnesses that the votes were unblocked from remote e-voting website of "Karvy" in our presence on Thursday, 1<sup>st</sup> August, 2019 post AGM.

  
(Kirti Sakre)

  
(Nayan Misra)

### CONSOLIDATED RESULTS

#### Item No. 1.

**Ordinary Resolution, to adopt the Audited Financial Statements together with the reports of the Board of Directors and Auditors for the Financial Year ended 31<sup>st</sup> March, 2019;**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	55	9656106	34	1529	89	9657635	99.9991
Voted Against	4	90	0	0	4	90	0.0009
Invalid	0	0	0	0	0	0	
Abstain	0	0	0	0	0	0	
Total	59	9656196	34	1529	93	9657725	100

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



**Item No. 2.**

**Ordinary Resolution, to appoint a Director in place of Mr. Sajjan Jindal (holding DIN: 00017762) who retires by rotation and being eligible, offers himself for reappointment**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	36	9643920	34	1529	70	9645449	99.8729
Voted Against	4	90	0	0	4	90	0.0009
Invalid	*19	*12186	0	0	19	12186	0.1262
Abstain	0	0	0	0	0	0	0
Total	59	9656196	34	1529	93	9657725	100

\* These shares were not counted for and considered as invalid.

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





**Item No. 3.**

**Special Resolution to Re-appoint Mr. Atul Desai (DIN: 00019443), Independent, Non-Executive Director for further period of Five years w.e.f 1st April 2019**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	55	9656106	34	1529	89	9657635	99.9991
Voted Against	4	90	0	0	4	90	0.0009
Invalid	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Special Resolution as contained in item No. 3 has been passed with requisite majority.



**Item No. 4.****Special Resolution to Re-appoint Mr. Imtiaz Qureshi (DIN: 0008220), Independent, Non-Executive for further period of Five years w.e.f 1st April 2019**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	55	9656106	34	1529	89	9657635	99.9991
Voted Against	4	90	0	0	4	90	0.0009
Invalid	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed with requisite majority.



**Item No. 5.**

**Special Resolution to Re-appoint Mrs.Sutapa Banerjee (holding DIN 02844650), Independent, Non-Executive for further period of Five years w.e.f 16<sup>th</sup> September 2019**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	55	9656106	34	1529	89	9657635	99.9991
Voted Against	4	90	0	0	4	90	0.0009
Invalid	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed with requisite majority.



**Item No. 6.****Special Resolution to adopt new set of Articles of Association of the Company**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	55	9656106	34	1529	89	9657635	99.9991
Voted Against	4	90	0	0	4	90	0.0009
Invalid			0	0	0	0	0
Abstain			0	0	0	0	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Special Resolution as contained in item No. 6 has been passed with requisite majority.



**Item No. 7.****Ordinary Resolution for Approval of Related Party Transaction with Realcom Reality Private Limited**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	14	2841489	34	1529	48	2843018	99.9968
Voted Against	4	90	0	0	4	90	0.0032
Invalid	0	0	0	0	0	0	0
Abstain	41	6814617	0	0	41	6814617	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 7 has been passed with requisite majority



**Item No. 8.****Ordinary Resolution for Approval of Related Party Transaction with JSW Techno Projects Management Limited**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	14	2841489	34	1529	48	2843018	99.9968
Voted Against	4	90	0	0	4	90	0.0032
Invalid	0	0	0	0	0	0	0
Abstain	41	6814617	0	0	41	6814617	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 8 has been passed with requisite majority



**Item No. 9.****Ordinary Resolution for Approval of Related Party Transaction with JSW Techno Projects Management Limited and/or Everbest Consultancy Services Private Limited**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	14	2841489	34	1529	48	2843018	99.9968
Voted Against	4	90	0	0	4	90	0.0032
Invalid	0	0	0	0	0	0	0
Abstain	41	6814617	0	0	41	6814617	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 9 has been passed with requisite majority

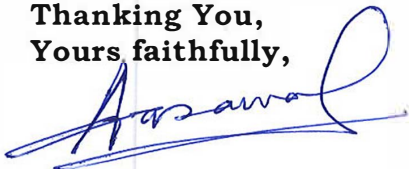


**Item No. 10****Ordinary Resolution for Approval of Related Party Transaction with JSW Investments Private Limited**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	14	2841489	34	1529	48	2843018	99.9968
Voted Against	4	90	0	0	4	90	0.0032
Invalid	0	0	0	0	0	0	0
Abstain	41	6814617	0	0	41	6814617	0
Total	59	9656196	34	1529	93	9657725	100

Based on the aforesaid results, Ordinary Resolution as contained in item No.10 has been passed with requisite majority

Thanking You,  
Yours faithfully,



**CS SUNIL AGARWAL**  
Practicing Company Secretary  
FCS 8706  
C.P. No. 3286



**Date : 01.08.2019**  
**Place: Mumbai**