



JSWHL/SECL/24-25/11

July 24, 2024

To,

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/I, G Block,
Bandra - Kurla Complex, Bandra(E),
Mumbai - 400 051
Symbol: JSWHL

BSE Limited
Corporate Relationship Department,
PJ Towers, Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 532642

Dear Sir/Madam

Sub: Intimation pursuant to Reg. 30 & 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Proceedings & Declaration of Voting Results of 23rd Annual General Meeting of JSW Holdings Limited held on July 24, 2024

We take reference to your email dated July 26, 2024 wherein you have advised to indicate the time of conclusion of the 23rd Annual General Meeting in our intimation no. JSWHL/SECL/24-25/09 submitted on July 24, 2024.

The 23rd AGM of the Company held on July 24, 2024 commenced at 10:30 a.m. (IST) and concluded at 11:36 a.m. (IST). The business mentioned in the Notice dated May 28, 2024 for convening the 23rd AGM of the Company was transacted and passed with requisite majority.

In this regard, please find enclosed the following:

1. Proceedings of the 23rd Annual General Meeting;
2. Voting Results; and
3. Scrutinizer's Report

This is for your information and record.

Thanking you

Yours sincerely
For **JSW Holdings Limited**

Akshat Chechani
Company Secretary &
Compliance Officer

Encl.: a/a

Summary of the proceedings of the 23rd Annual General Meeting of JSW Holdings Limited held on Wednesday, July 24, 2024.

The 23rd Annual General Meeting ('AGM') of the Members of the Company was held today i.e. Wednesday, July 24, 2024, at 10.30 a.m. (IST) via video conferencing and other audio-visual means ('VC' / 'OAVM').

Directors and Company Secretary in Attendance :-	Designation
Mr. N. K. Jain, joined over VC from Board Room, Mumbai	Non - Executive Independent Director, Chairman of the Board, Stakeholders Relationship Committee, CSR Committee and Risk Management Committee
Ms. Anuradha Bajpai, joined over VC from Board Room, Mumbai	Non - Executive Independent Director, Chairperson of Audit Committee.
Mr. K. N. Patel, joined over VC from Board Room, Mumbai	Non-Executive Director
Mr. Pankaj Kulkarni, joined over VC from Board Room, Mumbai	Non - Executive Independent Director, Chairman of Nomination & Remuneration Committee
Mr. Vineet Agrawal, joined over VC from Board Room, Mumbai	Non-Executive Director
Mr. Manoj Kr. Mohta, joined over VC from Board Room, Mumbai	Whole-time Director, CEO & CFO
Mr. Akshat Chechani, joined over VC from Board Room, Mumbai	Company Secretary

Other Representatives in Attendance :-	Designation
Mr. Vaibhav Dattani, Representative of HPVS & Co., joined over VC from Mumbai	Statutory Auditor
Mr. Sunil Agrawal, joined over VC from Mumbai	Secretarial Auditor / Scrutinizer

The Company Secretary welcomed all the Members present through VC / OAVM. He informed the members that in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI') the Annual General Meeting ('the Meeting') was being held through VC / OAVM, without the physical presence of the Members at a common venue and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered at the AGM. He informed the Members about some basic instructions with respect to the participation at the AGM through VC / OAVM.

The Chairman welcomed the Members, and with the requisite quorum being present, called the meeting to order. He then requested each Director of the Company attending the Meeting through VC / OAVM to introduce themselves. He further informed the Members about the presence of representative of Statutory Auditors & Scrutinizer & Secretarial Auditor.

Total 72 members (including authorized representatives) attended the Meeting as per the records of attendance. He further informed that pursuant to MCA and SEBI Circulars the facility to appoint proxy to attend and cast vote on behalf of the Members was not available.



The Members were apprised about the availability of all the requisite statutory registers and other relevant documents as referred in the notice and the explanatory statement in electronic mode.

With the permission of the Members, the Chairman took the Notice of the AGM as read.

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, 2024 and its future outlook. The Chairman apprised that the Auditors' Report does not have any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.

The Chairman proceeded towards the agenda items as per the Notice and 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 Mr. Manoj Mohta - Whole-time Director, CEO & CFO 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 Sunday, July 21, 2024 at 09.00 a.m. IST and ended on Tuesday, July 23, 2024 at 05.00 p.m. IST. The Chairman apprised the Members about the availability of e-voting system during the AGM for those present at the AGM and who have not cast their votes through remote e-voting.

The Chairman informed that the e-voting window shall remain open for another 15 minutes even after the conclusion of the AGM and requested the Members who have not already voted to vote through e-voting system before the said time.

The e-voting on the resolutions was conducted through remote e-voting and e-voting during the AGM. 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.

It was announced that the consolidated results as per the format prescribed under Regulation 44(3) of the Listing Regulations shall be declared within 48 hours of the conclusion of AGM, on receipt of the Scrutinizer's report and shall be placed on the website of the Company www.jsw.in and on the website of Kfin Technologies Limited, Registrar & Transfer Agent, at <https://evoting.kfintech.com> and shall simultaneously be communicated to the Stock Exchanges within the prescribed time permitted by law.

The following items of business, as per the Notice of 23rd AGM, were transacted at the meeting:

No.	Resolutions	Type of resolution
Ordinary Business		
1	To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.	Ordinary



No.	Resolutions	Type of resolution
2	Appointment of a Director in place of one retiring by rotation	Ordinary

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



N. K. Jain
Chairman of the 23rd Annual General Meeting
Date: July 24, 2024



Voting Results

Record date	17-07-2024
Total number of shareholders on record date	22,472
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	N.A.
b) Public	N.A.
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	14
b) Public	58
No. of resolutions passed in the meeting	2

Resolution 1

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Annual Audited Financial Statement and Reports thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		6835267	92.95	6835267	0	100.00	0.00
	Poll	7354025	513500	6.98	513500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	7354025	7348767	99.93	7348767	0	100.00	0.00
Public- Institutions	E-Voting		2205674	91.80	2205674	0	100.00	0.00
	Poll	2402599	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2402599	2205674	91.80	2205674	0	100.00	0.00
Public- Non Institutions	E-Voting		149194	11.11	149119	75	99.95	0.05
	Poll	1343001	1823	0.14	1823	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1343001	151017	11.24	150942	75	99.95	0.05
Total		11099625	9705458	87.44	9705383	75	100.00	0.00
Whether Resolution is Passed							Yes	

Note: 4 SHAREHOLDERS HOLDING 135 EQUITY SHARES ABSTAINED FROM VOTING ON THE RESOLUTION PROPOSED AT THE ANNUAL GENERAL MEETING.

Resolution 2

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of a Director in place of one retiring by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		6835267	92.95	6835267	0	100.00	0.00
	Poll	7354025	513500	6.98	513500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	7354025	7348767	99.93	7348767	0	100.00	0.00
Public- Institutions	E-Voting		2205674	91.80	2205674	0	100.00	0.00
	Poll	2402599	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2402599	2205674	91.80	2205674	0	100.00	0.00
Public- Non Institutions	E-Voting		149194	11.11	149119	75	99.95	0.05
	Poll	1343001	1823	0.14	1823	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1343001	151017	11.24	150942	75	99.95	0.05
Total		11099625	9705458	87.44	9705383	75	100.00	0.00
Whether Resolution is Passed							Yes	

Note: 4 SHAREHOLDERS HOLDING 135 EQUITY SHARES ABSTAINED FROM VOTING ON THE RESOLUTION PROPOSED AT THE ANNUAL GENERAL MEETING.

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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 of the 23rd Annual General Meeting,
JSW Holdings Limited
JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting through Insta Poll of the members of JSW Holdings Limited at the Twenty-Third Annual General Meeting (AGM) held on 24th July 2024 at 10.30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA Circulars and SEBI Circulars, issued thereunder.

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. E-voting by Shareholders at the 23rd Annual General Meeting held on Wednesday, July 24, 2024 ("**AGM**") at 10.30 a.m. through VC/OAVM.

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



KFin Technologies Limited ("KFin"), authorised agency to provide remote e-voting platform and based on the voting conducted at the AGM through VC/OAVM.

DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice dated May 28, 2024 convening the 23rd AGM of the Company along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circulars.

CUT-OFF DATE:

The Voting rights were reckoned as on Wednesday, July 17, 2024, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the Meeting.

REMOTE E-VOTING:

The Company has availed services of KFin Technologies 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 Sunday, July 21, 2024 at 9:00 a.m. IST and concluded on Tuesday, July 23, 2024 at 5:00 p.m. IST on <https://evoting.kfintech.com/> and the same was blocked thereafter.

VOTING AT THE AGM:

The Company has provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

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 the 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, Kfin, 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 AGM through VC/OAVM**
After the closure of e-voting at the AGM, the report on voting done at AGM were unblocked and counted



- **Remote E-voting**

The remote e-voting results on the Kfin e-voting platform were unblocked and downloaded on Wednesday, July 24, 2024 after the AGM.

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 Kfin. Considering the report from Kfin on remote e-voting and e-voting done at the AGM, the consolidated result with respect to each item on the agenda as set out in the Notice of the 23rd AGM is enclosed.

I further report that:

- a) Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1 to 2 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.

For Sunil Agarwal & Co.
Company Secretaries



Sunil Agarwal
Proprietor
FCS 8706
CP. No. 3286



Countersigned
For JSW Holdings Limited
AKSHAT
CHECHANI
Digitally signed by
AKSHAT CHECHANI
Date: 2024.07.24
16:58:28 +05'30'
Akshat Chechani
Company Secretary &
Compliance Officer

July 24, 2024

Place: Mumbai
Date: July 24, 2024

Peer Review No.: 788/2020
UDIN No.: F008706F000811090

CONSOLIDATED RESULTS

Item No. 1.

Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Remote e-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	114	91,90,060	38	5,15,323	152	97,05,383	99.9992
Voted Against	1	75	0	0	1	75	0.0008
Invalid	0	0	0	0	0	0	0
Abstain	0	0	4	135	4	135	0
Total	115	91,90,135	42	0	157	97,05,593	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. Manoj Kr. Mohla (holding DIN: 02339000) 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		Remote e-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	114	91,90,060	38	5,15,323	152	97,05,383	99.9992
Voted Against	1	75	0	0	1	75	0.0008
Invalid	0	0	0	0	0	0	0
Abstain	0	0	4	135	4	135	0
Total	115	91,90,135	42	0	157	97,05,593	100

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

For Sunil Agarwal & Co.
Company Secretaries



Sunil Agarwal

Proprietor

FCS 8706

CP. No. 3286

Place: Mumbai

Date: July 24, 2024

Peer Review No.:788/2020

UDIN No.: F008706F000811090