



July 3, 2024

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

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

Sub. : Minutes of proceedings of the 39th Annual General Meeting of the Company – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is with reference to the captioned subject, please find attached certified true copy of minutes of the proceedings of 39th Annual General Meeting (AGM) of the Company held on Tuesday, the 18th June, 2024 at 11:30 a.m. through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

This is for your information and record.

Thanking you,

Yours faithfully,
For Jindal SAW Ltd.,

SUNIL K. JAIN
COMPANY SECRETARY
FCS : 3056

MINUTES OF THE PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING OF MEMBERS OF JINDAL SAW LIMITED HELD ON TUESDAY, THE 18TH JUNE, 2024 THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") WHICH COMMENCED AT 11:30 A.M. AND CONCLUDED AT 01:40 P.M.

PRESENCE OF DIRECTORS

1. Shri Prithavi Raj Jindal - Chairperson
2. Ms. Sminu Jindal - Managing Director and Member of Corporate Social Responsibility Committee
3. Ms. Shradha Jatia - Joint Managing Director
4. Ms. Tripti Jindal Arya - Joint Managing Director
5. Shri Neeraj Kumar - Group CEO and Whole-time director and Member of Audit and Stakeholders Relationship Committee.
6. Dr. Raj Kamal Aggarwal - Independent Director and Chairperson of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
7. Shri Ravinder Nath Leekha - Independent Director and Member of Audit, Nomination and Remuneration and Stakeholders Relationship Committee.
8. Shri Sanjeev Shankar - Independent Director and Member of Audit and Corporate Social Responsibility Committee
9. Shri Abhiram Tayal - Independent Director
10. Shri Ajit Kumar Hazarika - Independent Director and Member of Audit, Nomination and Remuneration and Stakeholders Relationship Committee
11. Shri Girish Sharma - Independent Director and Member of Audit Committee, Corporate Social Responsibility Committee and Stakeholder Relationship Committee

PRESENCE OF OFFICIALS, AUDITORS AND SHAREHOLDERS

1. Shri Narendra Mantri - Chief Financial Officer & Head Commercial
2. Shri Vinay Kumar - President and Head (Treasury)
3. Shri Sunil K. Jain - Company Secretary
4. Shri Sougata Mukherjee - Partner, Price Waterhouse Chartered Accountant, LLP, Statutory Auditors
5. Shri Amit Gupta - Partner Deloitte Haskins & Sells LLP, Internal Auditors
6. Shri N. K. Goel - Partner, M/s R. J. Goel & Co., Cost Auditors
7. Shri S. K. Gupta - Managing Partner, M/s S. K. Gupta & Co., Secretarial Auditor
8. Shri Awanish Kumar Dwivedi - M/s Awanish Dwivedi & Associates, Scrutinizer
9. 69 Shareholders attended the meeting through video conferencing.

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

COMMENCEMENT OF PROCEEDINGS

Shri Prithavi Raj Jindal, Chairperson of the Company extended a warm welcome to all including colleagues, shareholders and auditors and stated that the AGM was being held through video conferencing to ensure wider participation of shareholders. He, then, requested Shri Neeraj Kumar, Group CEO and Whole Time Director to introduce the Directors of the Company who were present at the AGM.

Shri Neeraj Kumar while welcoming the Directors, shareholders and all other attendees gave introduction of the Directors attending the AGM. He appreciated the role of Directors for their active participation and the contribution to the affairs of the Company. He also informed that Shri Sunil K. Jain, Company Secretary and Chief Compliance Officer of the Company, Shri Narendra Mantri, Chief Financial Officer, Shri Vinay Kumar, President & Head (Treasury) and Statutory, Internal and Secretarial Auditor of the Company were present at the AGM.

The Company Secretary confirmed the presence of requisite quorum for the AGM. Then, the Chairperson called the AGM to order.

CHAIRPERSON'S SPEECH

Shri Prithavi Raj Jindal, Chairperson requested Shri Sunil K. Jain, Company Secretary to read Chairperson Message to the shareholders. Shri Sunil K Jain read out the Chairperson's message. The highlights of the same were as follows:

- "The Company had reported the best ever performance and crossed turnover Rs. 18,000 crores and registered even more remarkable growth of over 175% and 230% in the EBITDA and PBT respectively.
- The current order book gives us clear visibility of the next few quarters. This instils confidence that we will be able to maintain our high performance level.
- Global Economy also showing signs of resilience with growth slowly picking up and inflation gradually reducing towards the targets.
- Company's joint venture with Hunting Energy is now fully functional and contributing premium connection pipes and tubes to OCTG market and likely to enter export market soon with value added products.
- Company's continued good performance and with very stable capital structure the Company will continue to explore and examine the possibility of future growth and development to enhance shareholders value.
- The support of government authorities at center, state and local levels and other stakeholders, client and vendors in delivering the best ever performance was appreciated and acknowledged.

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

- The support of banks and financial institutions for providing timely financial support and also of the credit rating agencies for imposing faith in the Company and continuing with ratings in AA category for long term indebtedness was appreciated and acknowledged.”

BUSINESS OF THE MEETING

Shri Neeraj Kumar took up the formal proceedings of the AGM and requested Shri Sunil K Jain, Company Secretary of the Company to proceed further.

The Company Secretary, thereafter, elaborated the procedural aspect of the AGM and informed the members the following:-

1. The certificate given by secretarial auditors of the Company on the Employees Benefit Scheme under SEBI (Share Based Employees Benefits and Sweat Equity) Regulations, 2021, the Register of Directors and Key Managerial Personnel and their shareholdings and the Register of Contract maintained under the Companies Act, 2013 were available and accessible for inspection by the members of the Company electronically during the AGM.
2. The notice convening the AGM and the annual report for the year 2023-24 having already been circulated to members of the Company were taken as read.
3. As per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility to its members to cast their votes through E-Voting provided by National Securities Depository Limited.
4. The remote E-Voting period was open from 9:00 AM on Saturday, 15th June, 2024 to 5:00 PM on Monday, 17th June, 2024 and informed that the members who had not casted their votes through remote E-Voting, the facility for E-voting at the AGM was also available. The members, while participating in the proceedings of the AGM, might cast their vote on NSDL E-Voting website by using the login method detailed in the notice. The facility of e-voting was open and would remain available till 15 minutes after the conclusion of the AGM.
5. The Board of Directors had appointed Shri Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries, New Delhi as scrutinizer to scrutinize the votes cast through remote E-Voting and at the AGM in fair and transparent manner.

He further informed that since the resolutions mentioned in the notice had already been put to vote through remote E-Voting so there would be no proposing and seconding of the resolutions. He further informed that there were 11 resolutions seeking approval of members as contained in the notice of the AGM.

ITEMS OF THE NOTICE

He, thereafter, proceeded with the agenda and briefly informed about the resolutions as contained in the notice as follows:

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

1. ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

Item no. 1 of the notice pertaining to adoption of financial statements and the reports of the Directors and Auditors thereon for the financial year ended 31st March, 2024 as an ordinary resolution:

“Resolved that the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with reports of Directors and Auditors thereon be and are hereby approved and adopted.”

2. DECLARATION OF DIVIDEND OF RS. 4/- PER EQUITY SHARES OF RS. 2/- AS RECOMMENDED BY THE BOARD

Item no. 2 of the notice pertaining to declaration of dividend on equity shares of the Company as an ordinary resolution:

“Resolved that the dividend at the rate of Rs. 4/- per equity share of Rs. 2/- be and is hereby declared for the financial year ended 31st March, 2024, to be paid to the equity shareholders of the Company whose names appear on the records of the Company as on record date.”

3. APPOINTMENT OF MS. SMINU JINDAL (DIN: 00005317) AS DIRECTOR LIABLE TO RETIRE BY ROTATION

Item No. 3 of the notice pertaining to re-appointment of Ms. Sminu Jindal as Director of the Company as an ordinary resolution:

“Resolved that Ms. Sminu Jindal, (DIN: 00005317) who retires by rotation and, being eligible offers herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

4. APPOINTMENT OF SHRI NEERAJ KUMAR (DIN: 01776688) AS DIRECTOR LIABLE TO RETIRE BY ROTATION

Item no. 4 of the notice pertaining to re-appointment of Shri Neeraj Kumar as Director of the Company as an ordinary resolution:

“Resolved that Shri Neeraj Kumar, (DIN: 01776688) who retires by rotation and, being eligible offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

5. APPROVAL OF MATERIAL RELATED PARTY TRANSACTION TO BE ENTERED DURING F.Y. 2024-25 AND 2025-26 WITH JWIL INFRA LIMITED

Item no. 5 of the notice pertaining to approval of material related party transaction to be entered during F.Y. 2024-25 and 2025-26 with JWIL Infra Limited as an ordinary resolution:

“RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), the applicable provisions of the Companies Act, 2013 (‘Act’), if any, read with related rules, if any, each as amended from time to

FOR JINDAL SAW LTD.

Certified True Copy

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with JWIL Infra Limited ('JWIL'), a related party on such terms and conditions as may be agreed between the Company (including any of its subsidiary) and JWIL from time to time, for an aggregate amount of up to Rs. 2800 crores (exclusive of any taxes, duties or charges but inclusive of material in transit) to be entered during financial year 2024-25 and Rs. 4000 crores (exclusive of any taxes, duties or charges but inclusive of material in transit) to be entered during financial year 2025-26 provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board", which term shall include any duly authorized Committee constituted by the Board) be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

6. APPROVAL OF MATERIAL RELATED PARTY TRANSACTION TO BE ENTERED DURING F.Y. 2025-26 WITH JSW STEEL LIMITED

Item no. 6 of the notice pertaining to approval of material related party transaction to be entered during F.Y. 2025-26 with JSW Steel Limited as an ordinary resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with JSW Steel Limited ('JSW'), a related party on such terms and conditions as may be agreed between the Company (including any of its subsidiary) and JSW from time to time, for an aggregate amount of up to Rs. 6000 crores (exclusive of any taxes, duties or charges but inclusive of material in transit) to be entered during financial year 2025-26 provided that such contract(s)/ arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board", which term shall include any duly authorized Committee constituted by the Board) be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

7. APPROVAL OF MATERIAL RELATED PARTY TRANSACTION TO BE ENTERED DURING F.Y. 2025-26 WITH JINDAL STEEL AND POWER LIMITED

Item no. 7 of the notice pertaining to approval of material related party transaction to be entered during F.Y. 2025-26 with Jindal Steel and Power Limited as an ordinary resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Jindal Steel and Power Limited ('JSPL'), a related party of the Company on such terms and conditions as may be agreed between the Company (including any of its subsidiary) and JSPL from time to time, for an aggregate amount of up to Rs. 5000 crores (exclusive of any taxes, duties or charges but inclusive of material in transit) to be entered during financial year 2025-26 provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company."

"RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board", which term shall include any duly authorized Committee constituted by the Board) be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

8. RATIFICATION OF REMUNERATION PAID TO M/S R.J. GOEL & CO. (COST ACCOUNTANTS REGISTRATION NUMBER: 000026), COST AUDITOR OF THE COMPANY FOR THE YEAR 2024-25

Item no. 8 of the notice pertaining to ratification of remuneration to be paid to M/s R. J. Goel & Co., Cost Accountants for the year 2024-25 as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration as may be decided by the Board subject to overall ceiling of Rs. 15,00,000 (Rupees Fifteen Lakh only) P.A plus out of pocket expenses to be paid to M/s R.J. Goel & Co., Cost Accountants (Registration No. 000026), Cost Auditors of the Company for the financial year 2024-25 be and is hereby ratified."

9. APPROVAL FOR CONVERSION OF LOAN INTO EQUITY SHARES IN CASE OF DEFAULT IN REPAYMENT

Item no. 9 of the notice for approval for conversion of loan into equity shares in case of default in repayment as a special resolution:

For JINDAL SAW LTD.

Certified True Copy

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

“RESOLVED THAT in accordance with the provisions of Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 (including un-repealed provisions of the Companies Act, 1956, if any), and the relevant rules issued and notified thereunder, as amended from time to time, the Memorandum and Articles of Association of the Company, and all other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to the Board of Directors of the Company that in the event of default by the Company to comply with the terms and conditions of the working capital facility agreement (subject to cure periods / grace periods, where provided for), the lenders shall have the right to convert the whole or part of the outstanding due amounts under the working capital facility, into equity shares of the Company at a value as determined by the lenders, subject to the provisions of the Companies Act, 2013 and the applicable law, and in the manner specified by the lenders, in accordance with the working capital facility agreement.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to issue and allot to the lenders the number of equity shares for conversion of the said portion of the outstanding due amounts under the working capital facility or for such lesser amount as may be desired by the Lenders on exercise of such option in accordance with the working capital facility agreement and for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, and things as the lenders may require, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to the offer / issue, allotment, size and terms and conditions of the offer / issue, including but not limited to valuation of the equity shares and the premium to be charged at the time of conversion, if any, to accept and give effect to any modifications, changes, variations, alterations, deletions and additions as the lenders may require without requiring any further approval of the members, to finalize and execute all documents and writings and to give such directions and / or instruction as may be necessary, proper, desirable or expedient as it may deem fit from time to time.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to accept such modifications, amendments and to accept such terms and conditions as may be imposed or required by the lenders arising from or incidental to the aforesaid terms providing for such option and to do all such acts and things as may be necessary to give effect to the above resolution.”

10. APPROVAL FOR ISSUANCE OF DEBENTURES ON PRIVATE PLACEMENT BASIS

Item no. 10 of the notice pertaining to raising of debentures on private placement basis as a special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to applicable Regulations, Rules and Guidelines prescribed by the Securities and Exchange Board of India and subject to the provisions of the Articles of Association of the Company, the consent of the Members be and is hereby accorded to the Board of Directors of the Company, for making offer(s) or invitations to subscribe to secured/unsecured, redeemable, non-convertible debentures, in one or more tranches, aggregating up to Rs. 1,000 crores (Rupees one thousand crores only) on private placement basis, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said debentures be issued, the consideration for the

For JINDAL SAW LTD.

Certified True Copy

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

issue, utilisation of the issue proceeds and all matters connected with or incidental thereto.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company.”

11. APPROVAL OF ANNUAL REMUNERATION PAYABLE OVER AND ABOVE CEILING LIMIT TO MR. NEERAJ KUMAR ON ACCOUNT OF EXERCISE OF SARs GRANTED UNDER THE JINDAL SAW LIMITED STOCK APPRECIATION RIGHTS SCHEME, 2018

Item no. 11 of the notice pertaining to approval of payment of remuneration on account of SARs exercised by Shri Neeraj Kumar over and above the overall ceiling of annual remuneration payable to him as a special resolution:

“RESOLVED THAT in accordance with the provisions of Sections 197 and 198 read with Schedule V of the Companies Act, 2013 and in partial modification of the resolution passed at the Annual General Meeting held on 20th June 2023, the consent of the Members of the Company be and is hereby given that value of the SARs granted to, and exercised by, Shri. Neeraj Kumar under the Jindal Saw Limited Stock Appreciation Rights Scheme, 2018 (“SAR Scheme 2018”), as amended, shall be over and above the overall ceiling of annual remuneration payable to Shri. Neeraj Kumar as approved at the Annual General Meeting held on 20th June 2023.”

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

PRESENTATION ON FINANCIAL AND OPERATIONAL HIGHLIGHTS

Thereafter, Shri Neeraj Kumar, Group CEO & Whole-time Director gave presentation to shareholders on the operational highlights of financial year 2023-24. The presentation lasted for about 20 minutes.

QUESTION & ANSWER SESSION

After the presentation was over, Shri Neeraj Kumar, invited members for their queries. The following members present at the AGM raised various queries:

Shri Yashpal Chopra
Shri O. P. Kejriwal
Shri Saket Kapoor
Shri Indrani Chakraborty
Shri Sudipta Chakraborty
Shri Hiranand Kotwani
Shri Chetan Chadha

Each of the queries raised by above members were replied to by Shri Neeraj Kumar in detail.

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

Shri Neeraj Kumar thanked the shareholders for their active participation and for taking keen interest in affairs of the Company. The question and answer session lasted about one hour. He also informed that, in case members had any other queries, they could write an email to the Company Secretary which would be responded to at the earliest.

SCRUTINIZER'S REPORT

Thereafter, the Company Secretary informed the members that the scrutinizer's report on remote e-voting and e-voting at the AGM/after the AGM on the resolutions would be finalised in due course and would be conveyed to the stock exchanges as well as uploaded on the website of the Company. The Chairperson authorized Company Secretary to receive the scrutinizer's report on his behalf and do the needful.

VOTE OF THANKS & CONCLUSION OF THE MEETING

Thereafter, Shri Neeraj Kumar, thanked the Chairperson for chairing the AGM and requested Chairperson to propose vote of thanks.

Shri Prithavi Raj Jindal, Chairperson appreciated and thanked all the Directors for their active participation and contribution towards the Company. He also proposed a heartfelt vote of thanks to shareholders for sparing their valuable time and taking keen interest in the affairs of the Company and for giving valuable suggestions, support and commitment towards betterment of the Company.

The business of the AGM being over, the Company Secretary, with the permission of the Chairperson of the AGM announced the conclusion of the AGM at 1:40 P.M.

Sd/-

CHAIRPERSON

Place: New Delhi
Date: 03.07.2024

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

Annexure

Declaration of Results of Remote e-voting and e-voting at 39th Annual General meeting held on 18th June, 2024.

As per the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company had provided the facility of e-voting to the members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 39th Annual General Meeting. The remote e-voting was open from 9.00 a.m. on 15th June, 2024 to 5.00 p.m. on 17th June, 2024. Further, the Company had also made the arrangement of e-voting at the AGM to enable the members who had not cast their vote through remote e-voting.

The Board of Directors had appointed Shri Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 17th June, 2024 and e-voting by members who participated in the AGM through VC/OAVM facility on 18th June 2024.

The Consolidated Result of voting as per the Scrutinizer Report dated 20th June, 2024 was as follows:

Particular of Resolution	Remote E-voting & E-voting				
	Number of Shares for which votes cast in favour	% Votes in favour	Number of Shares for which votes cast in against	% Votes against	Invalid Votes
Ordinary Business					
Resolution No. 1- Ordinary Resolution- Adoption of the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 and the reports of the Directors and Auditors thereon.	24,41,78,763	99.95%	1,12,695	0.05%	-
Resolution No. 2- Ordinary Resolution- Declaration of dividend of Rs. 4/- per equity shares of Rs. 2/- each as recommended by the Board.	24,59,71,261	99.99%	176	0.01	-

For JINDAL SAW LTD.

Certified True Copy

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

Resolution No. 3- Ordinary Resolution- Appointment of Ms. Sminu Jindal (DIN: 00005317) as director liable to retire by rotation.	21,22,43,534	86.28%	3,37,27,893	13.72%	-
Resolution No. 4- Ordinary Resolution- Appointment of Shri Neeraj Kumar (DIN: 01776688) as director liable to retire by rotation.	23,57,68,959	95.85%	1,01,87,336	4.15%	-

Special Business					
Resolution No. 5- Ordinary Resolution- Approval of related party transactions with JWIL Infra Limited to be entered into during 2024-25 and 2025-26.	3,93,54,210	90.15%	42,97,066	9.85%	20,22,38,551
Resolution No. 6- Ordinary Resolution- Approval of related party transactions with JSW Steel Limited to be entered into during 2025-26.	4,36,50,795	99.99%	481	0.01%	97750
Resolution No. 7- Ordinary Resolution- Approval of related party transactions with Jindal Steel and Power Limited to be entered into during 2025-26.	4,36,50,795	99.99%	480	0.01%	3,74,47,105
Resolution No. 8- Ordinary Resolution- Ratification of remuneration to be paid to M/s R. J. Goel & Co., Cost Accountants for the year 2024- 25.	24,03,38,061	99.99%	8,776	0.01%	-
Resolution No. 9- Special Resolution- Approval for conversion of loan into equity shares, in case of default in repayment.	24,08,55,957	97.92%	51,15,470	2.08%	-
Resolution No. 10- Special Resolution- Approval for issuance of debentures on private placement basis	24,59,70,800	99.99%	627	0.01%	-
Resolution No. 11- Special Resolution- Approval of annual remuneration payable over and above	20,87,67,344	84.87%	3,72,04,083	15.13%	-

For JINDAL SAW LTD.

Certified True Copy

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056

ceiling limit of Mr. Neeraj Kumar on account of exercise of SARs granted under the Jindal Saw Limited Stock Appreciation Rights Scheme, 2018					
--	--	--	--	--	--

Sd/-

Place: New Delhi
Date: 03.07.2024

CHAIRPERSON

Certified True Copy

For JINDAL SAW LTD.

SUNIL K. JAIN
COMPANY SECRETARY
FCS: 3056