



August 4, 2018

BSE Limited Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001 corp.relations@bseindia.com Scrip Code: 532642 Fax No.: 022-22722061/41/39/37	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot no.C/1, G Block Bandra-Kurla Complex, Bandra(E), Mumbai-400051 cmlist@nse.co.in Symbol: JSWHL Fax No. : 022-26598237/38
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Dear Sir/Madam,

Sub. : Proceedings & Declaration of voting results of the 17th Annual General Meeting held on 4th August, 2018

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

At the 17th Annual General Meeting of the JSW Holdings Limited held on Saturday, August 4, 2018 at HRD Centre of 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 4, 2018 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**

K.N.Patel
Jt. Managing Director, CEO & CFO



Encl.: As above



Summary of the proceedings of the Annual General Meeting of JSW Holdings Limited held on Saturday, August 4, 2018

The 17th Annual General Meeting ("AGM") of the Members of the Company was held today i.e. Saturday, 4th August, 2018, 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 85 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, 2018 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 Wednesday, August 1, 2018 at 09.00 a.m. and ended on Friday, August 3, 2018 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 Saturday, 4th August, 2018 after the AGM by the Scrutinizer in the presence of two witnesses Mrs. Neha Roy and Mr. Nayan Misra who are not in the employment of the Company.



A handwritten signature in blue ink, consisting of a stylized 'S' followed by a horizontal line.

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 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, 2018 and the Reports of the Board of Directors and the Auditors thereon (**Ordinary Resolution**);
2. Re-appointment of Mr. N.K.Jain (holding DIN: 00019442), Director retiring by rotation (**Ordinary Resolution**);
3. Ratify appointment of M/s HPVS & Associates, Chartered Accountants, Mumbai, Firm Registration No. 137533W as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the 21st Annual General Meeting of the Company (**Ordinary Resolution**);

SPECIAL BUSINESS:

4. Approval of re-appointment of Mr. K.N.Patel as Jt. Managing Director, CEO & CFO for a period with effect from 28th April, 2018, to 31st May, 2020 (**Ordinary Resolution**);
5. Approval of Related Party Transaction for granting of loans to Reynold Traders Private Limited aggregating to Rs. 21.90 crores in the financial year 2018-19 (**Ordinary Resolution**);
6. Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited and JSW Investments Private Limited aggregating to Rs. 35.50 crores in the financial year 2018-19 (**Ordinary Resolution**) and;
7. Approval of Related Party Transaction for granting of loans to Realcom Reality Private Limited aggregating to Rs. 97.50 crores in the financial year 2018-19 (**Ordinary Resolution**)

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



N.K.Jain
Chairman of the 17th Annual General Meeting
Date: 01.04.2018



	JSW HOLDINGS LIMITED
Date of the AGM/EGM	04-08-2018
Total number of shareholders on record date	20417
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	13
Public:	72
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, 2018 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
Promoter and Promoter Group	E-Voting	68,17,318	68,16,061	99.9816	68,16,061	0	100.00	0.0000
	Poll		-	0.0000	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	0	0.00	0.0000
	Total		68,16,061	99.9816	68,16,061	0	100.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.3682	25,74,174	0	100.00	0.0000
	Poll		-	0.0000	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	0	0.00	0.0000
	Total		25,74,174	98.3682	25,74,174	0	100.00	0.0000
Public- Non Institutions	E-Voting	16,65,429	1,48,313	8.9054	1,48,275	38	99.97	0.0256
	Poll		1,914	0.1149	1,914	0	100.00	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	0	0.00	0.0000
	Total		1,50,227	9.0203	1,50,189	38	99.97	0.0253
Total		110,99,625	95,40,462	85.9530	95,40,424	38	99.99	0.0004



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director in place of Mr. N.K.Jain (holding DIN: 00019442), 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
Promoter and Promoter Group	E-Voting	68,17,318	68,16,061	99.98	68,16,061	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		68,16,061	99.98	68,16,061	0	100.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	25,74,174	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		25,74,174	98.37	25,74,174	0	100.00	0.0000
Public- Non Institutions	E-Voting	16,65,429	1,48,213	8.90	1,48,125	88	99.94	0.0593
	Poll		1,914	0.11	1,914	0	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		1,50,127	9.01	1,50,039	88	99.94	0.0586
Total		110,99,625	95,40,362	85.95	95,40,274	88	99.99	0.0009



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratify appointment of M/s HPVS & Associates, Chartered Accountants, Mumbai, Firm Registration No. 137533W as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the 21st Annual General Meeting 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
Promoter and Promoter Group	E-Voting	68,17,318	68,16,061	99.98	68,16,061	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		68,16,061	99.98	68,16,061	0	100.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	25,74,174	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		25,74,174	98.37	25,74,174	0	100.00	0.0000
Public- Non Institutions	E-Voting	16,65,429	1,48,313	8.91	1,48,225	88	99.94	0.0593
	Poll		1,914	0.11	1,914	0	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		1,50,227	9.02	1,50,139	88	99.94	0.0586
Total		110,99,625	95,40,462	85.95	95,40,374	88	99.99	0.0009



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of re-appointment of Mr. K.N.Patel as Jt. Managing Director, CEO & CFO for a period with effect from 28th April, 2018, to 31st May, 2020.							
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
Promoter and Promoter Group	E-Voting	68,17,318	68,16,061	99.98	68,16,061	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		68,16,061	99.98	68,16,061	0	100.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	25,74,174	0	100.00	0.0000
	Poll		-	0.00	-	0	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		25,74,174	98.37	25,74,174	0	100.00	0.0000
Public- Non Institutions	E-Voting	16,65,429	1,48,213	8.90	1,48,125	88	99.94	0.0593
	Poll		1,914	0.11	1,914	0	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	0	0.00	0.0000
	Total		1,50,127	9.01	1,50,039	88	99.94	0.0586
Total		110,99,625	95,40,362	85.95	95,40,274	88	99.99	0.0009



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to Reynold Traders Private Limited aggregating to Rs. 21.90 crores in the financial year 2018-19							
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
Promoter and Promoter Group	E-Voting	68,17,318	-	0.00	-	-	0.00	0.0000
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		-	0.00	-	-	0.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	25,49,743	24,431	99.05	0.9490
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		25,74,174	98.37	25,49,743	24,431	99.05	0.9491
Public- Non Institutions	E-Voting	16,65,429	1,48,213	8.90	1,48,125	88	99.94	0.0593
	Poll		1,914	0.11	1,914	-	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		1,50,127	9.01	1,50,039	88	99.94	0.0586
Total		110,99,625	27,24,301	24.54	26,99,782	24,519	99.10	0.9000



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited and/or JSW Investments Private Limited aggregating to Rs. 35.50 crores in the financial year 2018-19							
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
Promoter and Promoter Group	E-Voting	68,17,318	0	0.00	-	-	0.00	0.0000
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		-	0.00	-	-	0.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	24,39,943	1,34,231	94.79	5.2143
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		25,74,174	98.37	24,39,943	1,34,231	94.79	5.2145
Public- Non Institutions	E-Voting	16,65,429	1,48,213	8.90	1,48,125	88	99.94	0.0593
	Poll		1,914	0.11	1,914	-	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		1,50,127	9.01	1,50,039	88	99.94	0.0586
Total		110,99,625	27,24,301	24.54	25,89,982	1,34,319	95.07	4.9304



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction for granting of loans to Realcom Reality Private Limited aggregating to Rs. 97.50 crores in the financial year 2018-19							
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
Promoter and Promoter Group	E-Voting	68,17,318	-	0.00	-	-	0.00	0.0000
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		-	0.00	-	-	0.00	0.0000
Public- Institutions	E-Voting	26,16,878	25,74,174	98.37	24,39,943	1,34,231	94.79	5.2143
	Poll		-	0.00	-	-	0.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		25,74,174	98.37	24,39,943	1,34,231	94.79	5.2145
Public- Non Institutions	E-Voting	16,65,429	1,48,213	8.90	1,48,125	88	99.94	0.0593
	Poll		1,914	0.11	1,914	-	100.00	0.0000
	Postal Ballot (if applicable)		-	0.00	-	-	0.00	0.0000
	Total		1,50,127	9.01	1,50,039	88	99.94	0.0586
Total		110,99,625	27,24,301	24.54	25,89,982	1,34,319	95.07	4.9304



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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 (Rules) and
- ii. Voting by Shareholders at the 17th Annual General Meeting held on Saturday, 4th August, 2018 - ("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 resolutions 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 resolutions contained in the Notice convening AGM, based on the reports generated from the e-voting system provided by Karvy Computershare 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 27th April, 2018 convening the 17th AGM of the Company alongwith 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 Friday, 27th July, 2018, 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 as the agency for providing the remote e-voting platform.

The remote e-voting period was open for three days which commenced on Wednesday, 1st August 2018 at 9:00 A.M. and concluded on Friday, 3rd August, 2018 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) Amendment Rules, 2015, 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 Saturday, 4th August, 2018 after the AGM in the presence of two witnesses Mrs. Neha Roy 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”, if any on each of the resolutions 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 17th AGM dated 4th August, 2018 is enclosed.

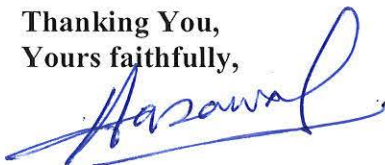
I further report that:

- 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. 5, 6 and 7 forming part of the Notice of the 17th 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 resolutions nos. 5, 6 and 7.
- Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1 to 7 of the Notice have been passed with requisite majority.

RECOMMENDATION

All the resolutions having secured requisite majority of votes, the respective resolution 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 : 04.08.2018
Place: Mumbai

We the undersigned witnesses that the votes were unblocked from remote e-voting website of "Karvy" in our presence on Saturday, 4th August, 2018 post AGM.



(Neha Roy)



(Nayan Misra)