

General information about company

Scrip code	532642
NSE Symbol	JSWHL
MSEI Symbol	NOTLISTED
ISIN	INE824G01012
Name of the entity	JSW Holdings Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Manoj Kr. Mohta	AEJPM1012P	02339000	Executive Director	Not Applicable	CEO	26-01-1971
2	Mr	Kantilal Narandas Patel	AIDPP2223M	00019414	Non-Executive - Non Independent Director	Not Applicable		30-05-1951
3	Mr	Nirmal Kumar Jain	ADPPJ9711M	00019442	Non-Executive - Independent Director	Not Applicable		03-05-1946
4	Mr	Atul Manubhai Desai	AABPD9483F	00019443	Non-Executive - Independent Director	Not Applicable		27-01-1950
5	Mr	Pankaj Kulkarni	AADPK7517M	00725144	Non-Executive - Independent Director	Not Applicable		07-12-1957
6	Mrs	Sutapa Banerjee	AGBPB6003B	02844650	Non-Executive - Independent Director	Not Applicable		24-03-1965
7	Mr	Sajjan Jindal	AADPJ5110D	00017762	Non-Executive - Non Independent Director	Chairperson		05-12-1959

*Mr. Sajjan Jindal, Chairman Non-Executive Non-Independent Director, has retired by rotation from the Company on August 4, 2023 and accordingly Mr. Nirmal Kumar Jain has been designated as new Chairman of the Company, w.e.f. from the same date. The same was informed to the Exchange earlier. Mr. N. K. Jain and Mr. K. N. Patel, Director on the Board of our Company are also Director on the Board of JSW Infrastructure Limited, which was listed on October 3, 2023. The Company have not consider JSW Infrastructure Limited as listed Company for this Corporate Governance reporting

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-06-2021				1	0	2	0		
2	No		28-04-2005	01-06-2021			2	1	5	0		
3	Yes	15-09-2021	12-07-2001	01-06-2021		28	1	1	4	3		
4	No		01-04-2014	07-02-2019		115	5	5	1	5		
5	No		04-08-2023			2	1	1	1	0		
6	No		16-09-2014	08-05-2019		107	6	6	8	2		
7	No		12-07-2001		04-08-2023		3	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019443	Atul Manubhai Desai	Non-Executive - Independent Director	Chairperson	31-01-2005		
2	00019442	Nirmal Kumar Jain	Non-Executive - Independent Director	Member	31-01-2005		
3	00019414	Kantilal Narandas Patel	Non-Executive - Non Independent Director	Member	01-06-2021		
4	02844650	Sutapa Banerjee	Non-Executive - Independent Director	Member	16-09-2014		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019443	Atul Manubhai Desai	Non-Executive - Independent Director	Chairperson	28-04-2005		
2	00019442	Nirmal Kumar Jain	Non-Executive - Independent Director	Member	28-04-2005		
3	00019414	Kantilal Narandas Patel	Non-Executive - Non Independent Director	Member	30-04-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019442	Nirmal Kumar Jain	Non-Executive - Independent Director	Chairperson	12-07-2001		
2	00019414	Kantilal Narandas Patel	Non-Executive - Non Independent Director	Member	28-04-2005		
3	02339000	Manoj Kr. Mohta	Executive Director	Member	01-06-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019442	Nirmal Kumar Jain	Non-Executive - Independent Director	Chairperson	28-04-2014		
2	00019443	Atul Manubhai Desai	Non-Executive - Independent Director	Member	24-04-2017		
3	00019414	Kantilal Narandas Patel	Non-Executive - Non Independent Director	Member	02-08-2014		
4	02844650	Sutapa Banerjee	Non-Executive - Independent Director	Member	24-04-2017		
5	02339000	Manoj Kr. Mohta	Executive Director	Member	01-06-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00019442	Nirmal Kumar Jain	Non-Executive - Independent Director	Chairperson	28-04-2014		
2	00019443	Atul Manubhai Desai	Non-Executive - Independent Director	Member	28-04-2014		
3	00019414	Kantilal Narandas Patel	Non-Executive - Non Independent Director	Member	28-04-2014		
4	02844650	Sutapa Banerjee	Non-Executive - Independent Director	Member	06-05-2016		
5	02339000	Manoj Kr. Mohta	Executive Director	Member	01-06-2021		

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	25-05-2023				Yes	7	6	4
2	07-06-2023		12		Yes	7	5	4
3		04-08-2023	57		Yes	6	6	4

Annexure 1**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	25-05-2023				Yes	4	4	3	0
2	Audit Committee	07-06-2023	12			Yes	4	3	3	0
3	Audit Committee	04-08-2023	57			Yes	4	4	4	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

Text Block

Name of the Related Party	Nature of Transaction	Amount (Rs. in Lakhs)
Everbest Consultancy Services Private Limited	Loan Renewed (Note 1)	2760.00

Note 1: Loan given in Q1 - Rs. 1430 Lakhs & in Q2 - Rs.2760 Lakhs. In aggregate it will be classified as Material Related Party Transaction

Note 2: Loan given to JTPM Metal Traders Pvt. Ltd. in Q1 - Rs.7000 Lakhs pursuant to the approval granted by the Members of the Company in their 21st Annual General Meeting held on July 27, 2022 which was valid till the date of 22nd Annual General Meeting held on August 4, 2023 pursuant to the SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 8, 2022.

Textual Information(1)

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	1154000000	8929650000	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	Equity Shares	0	14386654982.8
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Manoj Mohta		
Designation	CEO		
Place	Mumbai		
Date	19-10-2023		

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details

Name of signatory	Sanjay Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	19-10-2023