



**JSW Holdings Limited**

(Formerly known as Jindal South West Holdings Ltd.)

**Corporate Office :** JSW Centre,

Bandra Kurla Complex,

Bandra (East), Mumbai - 400 051

CIN. : L67120MH2001PLC217751

Phone : +91 22 4286 1000

Fax : +91 22 4286 3000

Website : www.jsw.in

October 10, 2018

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

**Sub.: Corporate Governance Report for Quarter / half year ended on 30.09.2018 – Regulation 27 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

With reference to the above and pursuant to Regulation 27 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Corporate Governance Report as per Annexure I and III along with the details of material related party transactions for the Quarter ended on 30.09.2018 for your information and record.

You are kindly requested to acknowledge receipt of the same.

Thanking you,

Yours sincerely,  
For **JSW Holdings Limited**

  
**Deepak Bhat**  
Company Secretary



Encl. : As above



Part of O. P. Jindal Group

**Regd. Office :** Village Vasind,  
Taluka Shahapur, Dist. Thane - 421 604,  
Maharashtra, India.

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## ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1 Name: JSW Holdings Limited  
2 Quarter ending: 30th September, 2018

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)&	Date of appointment in the current term/cessation	Tenure*	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	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)
Mr.	Sajjan Jindal	AADPJ5110D / 00017762	Chairperson/Non-Executive Director	12-07-2001	N.A	3	-	-
Mr.	Nirmal Kumar Jain	ADPPJ9711M / 00019442	Non-Executive Director	12-07-2001	N.A	2	7	-
Mr.	Atul Manubhai Desai	AABPD9483F / 00019443	Independent /Non-Executive Director	02-08-2014	5 consecutive years from 01st April, 2014 upto 31st March, 2019	6	4	5
Mr.	Kantilal Narandas Patel	AIDPP2223M / 00019414	Executive Director (Jt. Managing Director, CEO & CFO)	28-04-2005	N.A	1	1	-
Mr.	Imtiaz Iqbal Qureshi	AABPQ7203L / 00082204	Independent /Non-Executive Director	02-08-2014	5 consecutive years from 01st April, 2014 upto 31st March, 2019	1	1	-
Mrs.	Sutapa Banerjee	AGBPB6003B / 02844650	Independent /Non-Executive Director	22-08-2015	5 consecutive years from 16th September, 2014 upto 15th September, 2019.	4	5	1

PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen


\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Mr. Atul Desai	Chairperson/ Independent /Non-Executive Director ✓
	Mr. N.K.Jain	Non-Executive Director ✓
	Mr. I. Qureshi	Independent /Non-Executive Director ✓
	Mrs. Sutapa Banerjee	Independent /Non-Executive Director ✓
2. Nomination & Remuneration Committee	Mr. Atul Desai	Chairperson/ Independent /Non-Executive Director ✓
	Mr. N. K. Jain	Non-Executive Director ✓
	Mr. I. Qureshi	Independent /Non-Executive Director ✓
3. Stakeholders Relationship Committee'	Mrs.Sutapa Banerjee	Chairperson/Independent/ Non-Executive Director ✓
	Mr. N.K. Jain	Non- Independent /Non-Executive Director ✓
	Mr. K.N. Patel	Executive Director ✓
4. Risk Management Committee(if applicable)	Mr. N.K.Jain	Chairperson/ Non-Executive Director ✓
	Mr. Atul Desai	Independent /Non-Executive Director ✓
	Mrs. Sutapa Banerjee	Independent /Non-Executive Director ✓
	Mr. K.N. Patel	Executive Director ✓

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
27.04.2018	04.08.2018	Between 27.04.2018 to 04.08.2018 - 99 Days	
IV. Meeting of Committees			
Audit Committee			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
04.08.2018	4 out of 4 members were present for the meeting	27.04.2018	Between 27.04.2018 to 04.08.2018 - 99 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject		Compliance status (Yes/No/NA) refer note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
Note			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.			
2. If status is "No" details of non-compliance may be given here.			
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & remuneration committee			
c. Stakeholders relationship committee			
d. Risk management committee (applicable to the top 100 listed entities) - Not Applicable to the Company			
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
4. 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.			
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: <b>No comments</b>			
 <b>Deepak Bhat</b> <b>Company Secretary</b>			



Note:


Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

### ANNEXURE III

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

**Name:** JSW Holdings Limited

**Half year ended:** 30th September, 2018

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note</b> 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here.		
 <b>Deepak Bhat</b> Company Secretary		
