



**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 19, 2015

<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	<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:cnlist@nse.co.in">cnlist@nse.co.in</a> Symbol: JSWHL Fax No. : 022-26598237/38	<b>Delhi Stock Exchange Limited</b> DSE House, 3/1, Asaf Ali Road, New Delhi - 110 002. <a href="mailto:mishra.p@dseindia.org.in">mishra.p@dseindia.org.in</a> Security Code: 9658 Fax # 011- 46470053/54
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Dear Sir/Madam,

**Sub. : Declaration of results of Postal Ballot and intimation under Clause 35A of the Equity Listing Agreement**

Further to our letter dated September 16, 2015 enclosing the Notice of Postal Ballot & Form for seeking consent of the Members of the Company by Postal Ballot vide notice dated September 09, 2015 for the following ordinary resolutions:

- (i) To approve Related Party Transaction with JSW Investments Private Limited
- (ii) To approve Related Party Transaction with Realcom Reality Private Limited
- (iii) To approve Related Party Transaction with Reynold Traders Private Limited
- (iv) To approve Related Party Transaction with JSW Techno Projects Management Limited
- (v) To approve Related Party Transaction with JSW Investments Private Limited and JSW Techno Projects Management Limited

we would like to inform you that the aforesaid ordinary resolutions were passed by the members of the Company with requisite majority. We are enclosing herewith result as per Clause 35A of the Listing Agreement and the report dated September 19, 2015 on Postal Ballot by Mr. Sunil Agrawal, Practicing Company Secretary, the Scrutinizer. .

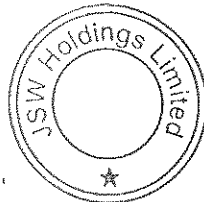
You are kindly requested to acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
For **JSW Holdings Limited**

  
**Deepak Bhat**

**Company Secretary**



Encl. : As above



JINDAL Part of O. P. Jindal Group

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

Phone : +91 2527 220 022/25

Fax : +91 2527 220 020/84

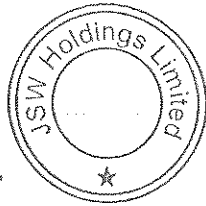


Agenda wise details:

Sr. No.	Details of Agenda	Resolution Required	Mode of voting
1.	To approve Related Party Transaction with JSW Investments Private Limited	Ordinary	E-voting and Postal Ballot (Passed with requisite majority)
2.	To approve Related Party Transaction with Realcom Reality Private Limited	Ordinary	E-voting and Postal Ballot (Passed with requisite majority)
3.	To approve Related Party Transaction with Reynold Traders Private Limited	Ordinary	E-voting and Postal Ballot (Passed with requisite majority)
4.	To approve Related Party Transaction with JSW Techno Projects Management Limited	Ordinary	E-voting and Postal Ballot (Passed with requisite majority)
5.	To approve Related Party Transaction with JSW Investments Private Limited and JSW Techno Projects Management Limited	Ordinary	E-voting and Postal Ballot (Passed with requisite majority)

For JSW Holdings Limited

Deepak Bhat  
Company Secretary





**POSTAL BALLOT RESULTS AS PER CLAUSE 35A**

**Ordinary Resolution no.1:** To approve Related Party Transaction with JSW Investments Private Limited

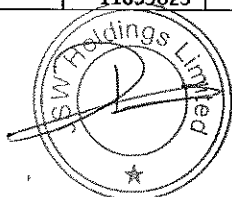
Promoter/Public	No. of shares held (1)	No. of votes polled (2)*	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	6733171	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	1979093	1920002	97.014238	1319862	600140	68.742741	31.257259
Public-Others	2387361	386524	16.190430	350331	36193	90.636286	9.363714
<b>Total</b>	<b>11099625</b>	<b>2306526</b>	<b>20.780216</b>	<b>1670193</b>	<b>636333</b>	<b>72.411627</b>	<b>27.588373</b>

**Ordinary Resolution no. 2:** To approve Related Party Transaction with Realcom Reality Private Limited

Promoter/Public	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	6733171	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	1979093	1920002	97.014238	1319862	600140	68.742741	31.257259
Public-Others	2387361	386524	16.190430	350331	36193	90.636286	9.363714
<b>Total</b>	<b>11099625</b>	<b>2306526</b>	<b>20.780216</b>	<b>1670193</b>	<b>636333</b>	<b>72.411627</b>	<b>27.588373</b>

**Ordinary Resolution no.3:** To approve Related Party Transaction with Reynold Traders Private Limited

Promoter/Public	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	6733171	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	1979093	1920002	97.014238	1319862	600140	68.742741	31.257259
Public-Others	2387361	386473	16.188293	350281	36192	90.635310	9.364690
<b>Total</b>	<b>11099625</b>	<b>2306475</b>	<b>20.779756</b>	<b>1670143</b>	<b>636332</b>	<b>72.411060</b>	<b>27.588940</b>





**Ordinary Resolution no.4:** To approve Related Party Transaction with JSW Techno Projects Management Limited


Promoter/Public	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	6733171	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	1979093	1920002	97.014238	1319862	600140	68.742741	31.257259
Public-Others	2387361	386469	16.188126	350276	36193	90.634954	9.365046
<b>Total</b>	<b>11099625</b>	<b>2306471</b>	<b>20.779720</b>	<b>1670138</b>	<b>636333</b>	<b>72.410969</b>	<b>27.589031</b>

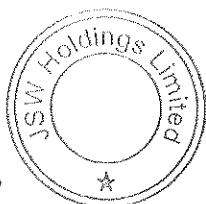
**Ordinary Resolution no.5:** To approve Related Party Transaction with JSW Investments Private Limited and JSW Techno Projects Management Limited

Promoter/Public	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	6733171	0	0.000000	0	0	0.000000	0.000000
Public – Institutional holders	1979093	1920002	97.014238	1293196	626806	67.353888	32.646112
Public-Others	2387361	386524	16.190430	350331	36193	90.636286	9.363714
<b>Total</b>	<b>11099625</b>	<b>2306526</b>	<b>20.780216</b>	<b>1643527</b>	<b>662999</b>	<b>71.255516</b>	<b>28.744484</b>

# Excludes invalid/abstained votes

For JSW Holdings Limited

  
Deepak Bhat  
Company Secretary



**SUNIL AGARWAL & CO.**  
COMPANY SECRETARIES

B-505, Venkatesh Pooja, Balaji Complex, 150ft. Road, Near Mira - Bhayander Flyover, Bhayander (West),  
Thane-401101. E-mail : sunilcs\_mumbai@rediffmail.com • agarwalcs\_mumbai@yahoo.com

**SCRUTINIZER'S REPORT**

The Chairman  
JSW Holdings Limited ("Company")  
Village Vasind  
Taluka Shahapur,  
Thane -421604, Maharashtra

Dear Sir,

**Sub: Passing of Ordinary Resolution by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014.**

The following Ordinary resolutions were considered for approval by Postal Ballot vides notice dated September 9, 2015:

**Ordinary Resolution no.1:**

To approve Related Party Transaction with JSW Investments Private Limited.

**Ordinary Resolution no. 2:**

To approve Related Party Transaction with Realcom Reality Private Limited.

**Ordinary Resolution no3:**

To approve Related Party Transaction with Reynold Traders Private Limited.

**Ordinary Resolution no4:**

To approve Related Party Transaction with JSW Techno Projects Management Limited.

**Ordinary Resolution no5:**

To approve Related Party Transaction with JSW Investments Private Limited and JSW Techno Projects Management Limited.

1. The Board of Directors of the Company at their meeting held on September 9<sup>th</sup>, 2015 has appointed me as a Scrutinizer for conducting the postal ballot voting process (including e-voting) for the above mentioned resolutions
2. I submit my report as under:



- 2.1 The Company has completed on September 16, 2015 the dispatch of postal ballot forms along with postage prepaid business reply envelopes to its Members/list of beneficiaries as on September 10, 2015.
- 2.2 Particulars of all the postal ballot forms received from the members have been entered in a register separately maintained for the purpose.
- 2.3 The postal forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot form.
- 2.4 The ballot boxes were opened on October 17, 2015 in my presence.
- 2.5 The postal ballot form were duly opened in my presence and scrutinized and the shareholding was matched\confirmed with the register of Members of the company \list of beneficiaries as on September 10, 2015.
- 2.6 All postal ballot forms received up to the close of working hours on October 17, 2015, the last date fixed by the Company for receipt of the forms ,were considered for my scrutiny
- 2.7 No envelopes containing postal ballot forms were received after October 17, 2015.
- 2.8 No Envelopes containing postal ballot forms returned undelivered.
- 2.9 No ballot paper was found to be defaced /mutilated.
- 2.10 I have received a complete record of votes cast by electronic mode from National Securities Depository Limited, the Agency for providing and supervising electronic platform up to October 17, 2015.

I have also received a certificate dated October 17, 2015 from Sharepro Services (India) Pvt. Ltd., Mumbai, the Registrar & Share Transfer Agents of the Company on aggregate of summary of physical and voting by electronic means.

Total Paid up Equity Share Capital of the Company as on date is 110,99,625 shares Rs. 10/- each



3.1 ORDINARY RESOLUTION NO.1

(I) THE SUMMARY OF AGGREGATE RESULTS OF PHYSICAL AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms(In case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	240	2308988	20.80	-
B	Less: Invalid votes (as per register)	19	2462	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0	-
D	Net Valid Votes(as per register)	221	2306526	20.78	-
E	Votes with Assent for the resolution	207	1670193	15.04	72.41
F	Votes with Dissent for the Resolution	14	636333	5.74	27.59

(II) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN AS UNDER:

Sr. No.	Particulars	No. of Postal Ballot forms	No. of shares	% to total paid up equity capital	% to total shares of Valid ballots
A	Total Postal Ballot Forms received	190	351235	3.16	-
B	Less: Invalid Postal Ballot Forms (as per register)	17	2262	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Postal Ballot Forms (as per register)	173	348973	3.14	-
E	Postal Ballot Forms with Assent for the resolution	173	348973	3.14	100.00
F	Postal Ballot Forms with Dissent for the Resolution	0	0	0.00	0.00



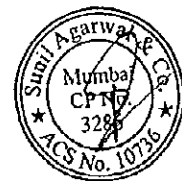
**(III) SUMMARY OF THE VOTING BY ELECTRONIC MEANS AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:**

Sr. No.	Particulars	No. of shareholders voted through electronic mode	No. of shares	% to total paid up equity capital	% to total shares of Valid votes
A	Total Votes cast by electronic mode	50	1957753	17.64	-
B	Less: Invalid votes (as per register)	2	200	0.00	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Votes (as per register)	48	1957553	17.64	-
E	Votes with Assent for the resolution	34	1321220	11.90	67.49
F	Votes with Dissent for the Resolution	14	636333	5.74	32.51

**3.2 ORDINARY RESOLUTION NO.2**

**(I) THE SUMMARY OF AGGREGATE RESULTS OF PHYSICAL AND VOTING BY ELECTRONIC MEANS IS AS UNDER:**

Sr. No.	Particulars	No. of Forms(In case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	240	2308988	20.80	-
B	Less: Invalid votes (as per register)	19	2462	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Votes(as per register)	221	2306526	20.78	-
E	Votes with Assent for the resolution	207	1670193	15.04	72.41
F	Votes with Dissent for the Resolution	14	636333	5.74	27.59





**(II) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN AS UNDER:**

Sr. No.	Particulars	No. of Postal Ballot forms	No. of shares	% to total paid up equity capital	% to total shares of Valid ballots
A	Total Postal Ballot Forms received	190	351235	3.16	-
B	Less: Invalid Postal Ballot Forms (as per register)	17	2262	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Postal Ballot Forms (as per register)	173	348973	3.14	-
E	Postal Ballot Forms with Assent for the resolution	173	348973	3.14	100.00
F	Postal Ballot Forms with Dissent for the Resolution	0	0	0.00	0.00

**(III) SUMMARY OF THE VOTING BY ELECTRONIC MEANS AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:**

Sr. No.	Particulars	No. of shareholders voted through electronic mode	No. of shares	% to total paid up equity capital	% to total shares of Valid votes
A	Total Votes cast by electronic mode	50	1957753	17.64	-
B	Less: Invalid votes (as per register)	2	200	0.00	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Votes (as per register)	48	1957553	17.64	-
E	Votes with Assent for the resolution	34	1321220	11.90	67.49
F	Votes with Dissent for the Resolution	14	636333	5.74	32.51



3.3 ORDINARY RESOLUTION NO.3

(I) THE SUMMARY OF AGGREGATE RESULTS OF PHYSICAL AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms(In case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	240	2308988	20.80	-
B	Less: Invalid votes (as per register)	19	2462	0.02	-
C	Less: Abstain from voting (as per register)	2	51	0.00	-
D	Net Valid Votes(as per register)	219	2306475	20.78	-
E	Votes with Assent for the resolution	206	1670143	15.04	72.41
F	Votes with Dissent for the Resolution	13	636332	5.74	27.59

(II) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN AS UNDER:

Sr. No.	Particulars	No. of Postal Ballot forms	No. of shares	% to total paid up equity capital	% to total shares of Valid ballots
A	Total Postal Ballot Forms received	190	351235	3.16	-
B	Less: Invalid Postal Ballot Forms (as per register)	17	2262	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Postal Ballot Forms (as per register)	173	348973	3.14	-
E	Postal Ballot Forms with Assent for the resolution	173	348973	3.14	100.00
F	Postal Ballot Forms with Dissent for the Resolution	0	0	0.00	0.00



**(III) SUMMARY OF THE VOTING BY ELECTRONIC MEANS AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:**

Sr. No.	Particulars	No. of shareholders voted through electronic mode	No. of shares	% to total paid up equity capital	% to total shares of Valid votes
A	Total Votes cast by electronic mode	50	1957753	17.64	-
B	Less: Invalid votes (as per register)	2	200	0.00	-
C	Less: Abstain from voting (as per register)	2	51	0.00	-
D	Net Valid Votes (as per register)	46	1957502	17.64	-
E	Votes with Assent for the resolution	33	1321170	11.90	67.49
F	Votes with Dissent for the Resolution	13	636332	5.74	32.51

**3.4 ORDINARY RESOLUTION NO.4**

**(I) THE SUMMARY OF AGGREGATE RESULTS OF PHYSICAL AND VOTING BY ELECTRONIC MEANS IS AS UNDER:**

Sr. No.	Particulars	No. of Forms(In case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	240	2308988	20.80	-
B	Less: Invalid votes (as per register)	19	2462	0.02	-
C	Less: Abstain from voting (as per register)	2	55	0.00	-
D	Net Valid Votes(as per register)	219	2306471	20.78	-
E	Votes with Assent for the resolution	205	1670138	15.04	72.41
F	Votes with Dissent for the Resolution	14	636333	5.74	27.59



(II) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN AS UNDER:

Sr. No.	Particulars	No. of Postal Ballot forms	No. of shares	% to total paid up equity capital	% to total shares of Valid ballots
A	Total Postal Ballot Forms received	190	351235	3.16	-
B	Less: Invalid Postal Ballot Forms (as per register)	17	2262	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Postal Ballot Forms (as per register)	173	348973	3.14	-
E	Postal Ballot Forms with Assent for the resolution	173	348973	3.14	100.00
F	Postal Ballot Forms with Dissent for the Resolution	0	0	0.00	0.00

(III) SUMMARY OF THE VOTING BY ELECTRONIC MEANS AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic mode	No. of shares	% to total paid up equity capital	% to total shares of Valid votes
A	Total Votes cast by electronic mode	50	1957753	17.64	-
B	Less: Invalid votes (as per register)	2	200	0.00	-
C	Less: Abstain from voting (as per register)	2	55	0.00	-
D	Net Valid Votes (as per register)	46	1957498	17.64	-
E	Votes with Assent for the resolution	32	1321165	11.90	67.49
F	Votes with Dissent for the Resolution	14	636333	5.74	32.51



3.5 **ORDINARY RESOLUTION NO.5**

(I) THE SUMMARY OF AGGREGATE RESULTS OF PHYSICAL AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms(In case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	240	2308988	20.80	-
B	Less: Invalid votes (as per register)	19	2462	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Votes(as per register)	221	2306526	20.78	-
E	Votes with Assent for the resolution	206	1643527	14.80	71.25
F	Votes with Dissent for the Resolution	15	662999	5.98	28.75

(II) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN AS UNDER:

Sr. No.	Particulars	No. of Postal Ballot forms	No. of shares	% to total paid up equity capital	% to total shares of Valid ballots
A	Total Postal Ballot Forms received	190	351235	3.16	-
B	Less: Invalid Postal Ballot Forms (as per register)	17	2262	0.02	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Postal Ballot Forms (as per register)	173	348973	3.14	-
E	Postal Ballot Forms with Assent for the resolution	173	348973	3.14	100.00
F	Postal Ballot Forms with Dissent for the Resolution	0	0	0.00	0.00



(III) SUMMARY OF THE VOTING BY ELECTRONIC MEANS AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic mode	No. of shares	% to total paid up equity capital	% to total shares of Valid votes
A	Total Votes cast by electronic mode	50	1957753	17.64	-
B	Less: Invalid votes (as per register)	2	200	0.00	-
C	Less: Abstain from voting (as per register)	0	0	0.00	-
D	Net Valid Votes (as per register)	48	1957553	17.64	-
E	Votes with Assent for the resolution	33	1294554	11.66	66.13
F	Votes with Dissent for the Resolution	15	662999	5.98	33.87

4. I shall hand over the postal ballot forms and other related papers \registers and records for safe custody to the Company Secretary once the Chairman considers, approves and sign the minutes of the Meeting.

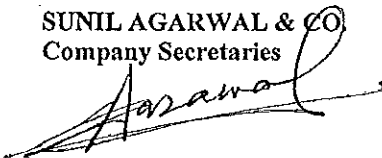
5 You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

PLACE: MUMBAI  
DATE : 19/10/2015



SUNIL AGARWAL & CO.  
Company Secretaries

  
SUNIL AGARWAL  
PROPRIETOR  
C.P. NO. 3286  
ACS No. 10736