

Summary of the proceedings of the Annual General Meeting of JSW Holdings Limited held on Saturday, July 1, 2017

The 16th Annual General Meeting ("AGM") of the Members of the Company was held today i.e. Saturday, 1st July, 2017, at 11.30 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 81 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, 2017 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.

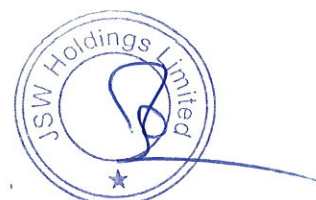
The Chairman stated that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced on Wednesday, June 28, 2017 at 09.00 a.m. and ended on Friday, June 30, 2017 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, 1st July, 2017 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.

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.

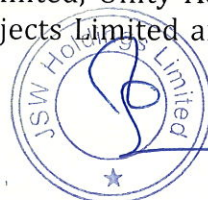
The resolutions proposed at the AGM, briefly related to:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and the Auditors thereon (**Ordinary Resolution**);
2. Re-appointment of Mr. Sajjan Jindal (holding DIN: 00017762), Director retiring by rotation (**Ordinary Resolution**);
3. 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 to grant loans or invest in bodies corporates or to issue guarantee or provide security in excess of limits specified under Section 186 of the Companies Act, 2013 upto ₹ 4,400 crores (**Special Resolution**);
5. Approval to create of charge on whole or substantially whole of the undertaking of the Company under Section 180(1)(a) of the Companies Act, 2013 ₹ 4,000 crores (**Special Resolution**);
6. Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited aggregating to Rs. 25 crores in the financial year 2017-18 (**Ordinary Resolution**);
7. Approval of Related Party Transaction for pledge of 6,00,00,000 equity shares of JSW Steel Limited held by the Company, as security for loans/ financial facilities availed by JSW Techno Projects Management Limited, Unity Advisory Services Private Limited including its subsidiary JSW Projects Limited and SJD Advisory



Services Private Limited including its subsidiary South-West Mining Limited in the financial year 2017-18 (**Ordinary Resolution**);

8. Approval of Related Party Transaction for loan transactions entered with JSW Techno Projects Management Limited aggregating to Rs. 75 crores upto 31st March, 2017 (**Ordinary Resolution**) and
9. Approval of Related Party Transaction for 6,50,00,000 equity shares of JSW Steel Limited held by the Company pledged as security for loans/ financial facilities availed by Unity Advisory Services Private Limited and SJD Advisory Services Private Limited upto 31st March, 2017 (**Ordinary Resolution**).

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



N. K. Jain
Chairman of the 16th Annual General Meeting
Date: 01.07.2017

