



JSWSL: SECT: MUM: SE: 2018-19

June 27, 2018

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: 2659 8235/8452 Fax No.: 2659 8237-38 NSE Symbol: JSWSTEEL <i>Kind Attn.: Mr. Hari K, President (Listing)</i>	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 022-2272 3121/ 1278/ 1557/ 3354/ 3577. Scrip Code No.500228 <i>Kind Attn: The General Manager (CRD).</i>
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Sub:- Notice of Annual General Meeting

Dear Sir,

In compliance with applicable provisions of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, we forward herewith the Notice of the 24th Annual General Meeting of our Company convened to be held on Tuesday, 24th July, 2018 at 11.00 a.m. at Y.B. Chavan Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021, Maharashtra, which are being sent to the Shareholders.

Thanking you,

Yours faithfully,
For **JSW STEEL LIMITED**

Lancy Varghese
Company Secretary
cc:

1. Central Depository Services (India) Ltd. Phiroze Jeejeebhoy Tower, Dalal Street, 28 th Floor, Mumbai.- 400 023. Fax No.: 2272 3199	2. National Securities Depository Ltd. Trade World, 4 th Floor Kamala Mill Compound, Senapati Bapat Marg, Lower Parel Mumbai - 400 013. Fax No.: 24972993/24976351
3. The Calcutta Stock Exchange Association Ltd., 7 Lyons, Range, Kolkata – 700 001. FaxNo.033-22102210	



Corporate Identification No. (CIN) - L27102MH1994PLC152925

Regd. Office: JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

Tel.: +91-22-4286 1000 Fax: +91-22-4286 3000

Email id: jswsl.investor@jsw.in Website: www.jsw.in

Notice

Notice is hereby given that the TWENTY-FOURTH ANNUAL GENERAL MEETING of the Members of **JSW STEEL LIMITED** (CIN: L27102MH1994PLC152925) will be held on Tuesday the 24th July, 2018 at 11.00 a.m. at Y. B. Chavan Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021, Maharashtra, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on the 10% Cumulative Redeemable Preference Shares of the Company for the financial year 2017-18.
3. To declare cumulative dividend on the 0.01 % Cumulative Redeemable Preference Shares of the Company starting October 1, 2002, which shall become due and payable from June 15, 2018, until the redemption of the said preference shares.
4. To declare dividend on the Equity Shares of the Company for the financial year 2017-18.
5. To appoint a Director in place of Mr. Seshagiri Rao M.V.S (DIN 00029136), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

6. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of ₹ 15 lakhs (Rupees fifteen lakhs only) plus taxes as applicable and reimbursement of actual travel and

out of pocket expenses, to be paid to M/s. Shome & Banerjee (ICWAI Registration No.000001), Cost Auditors of the Company, for the financial year 2018-19, as approved by the Board of Directors of the Company, be and is hereby ratified."

7. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 16 (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr.(Mrs) Punita Kumar Sinha (DIN: 05229262), who was appointed as a Director of the Company in the category of Independent Director, and who holds office up to the conclusion of the 24th Annual General Meeting of the Company, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member signifying his intention to propose her candidature for the office of Director, be and is hereby re-appointed as a Director of the Company, in the category of Independent Director, for a term upto July 23, 2023 or upto the conclusion of the 29th Annual General Meeting of the Company in the calendar year 2023, whichever is earlier."

8. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Special Resolution adopted at the 23rd Annual General Meeting of the Company held on June 29, 2017 and pursuant to the provisions of Sections 23, 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s)

or re-enactment thereof, for the time being in force), and subject to applicable Regulations, Rules and Guidelines prescribed by the Securities and Exchange Board of India and subject to the provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company, for making offer(s) or invitations to subscribe to secured/unsecured redeemable non-convertible debentures, in one or more tranches, aggregating up to ₹ 10,000 crores (Rupees ten thousand crores only) during the financial year 2018-19, on private placement basis, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said debentures be issued, the consideration for the issue, utilisation of the issue proceeds and all matters connected with or incidental thereto.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be necessary for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or any one or more Directors of the Company."

9. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Special Resolution adopted at the 23rd Annual General Meeting of the Company held on June 29, 2017 and in accordance with the provisions of Sections 23, 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force), read with the rules made thereunder, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time (hereinafter referred to as the **"SEBI Regulations"**), the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, the provisions of the Foreign Exchange Management Act, 1999 (**FEMA**), the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, and such other applicable statutes, notifications, clarifications,

circulars, regulations, and guidelines (including any amendment thereto or re-enactment thereof) issued by the Government of India (the **"GOI"**), the Ministry of Corporate Affairs (the **"MCA"**), the Reserve Bank of India (the **"RBI"**), the Securities and Exchange Board of India (the **"SEBI"**), Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be applicable, and the enabling provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the Memorandum of Association and Articles of Association of the Company, and subject to all such approvals, consents, permissions and sanctions, if any, of the GOI, RBI, SEBI, Stock Exchanges and any other appropriate authorities, institutions or bodies, as may be necessary or desirable, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting any such consents, permissions, approvals and/or sanctions (hereinafter singly or collectively referred to as **"the requisite approvals"**) which may be agreed to by the Board (or any Committee(s), constituted or hereafter constituted by the Board in this behalf), the Board be and is hereby authorised in its absolute discretion, to create, offer, issue and allot in one or more tranches:

- i. Non-Convertible Debentures with warrants which are convertible into or exchangeable with equity shares of the Company of face value of ₹ 1 each (the **"Equity Shares"**) at a later date, for an amount not exceeding ₹ 4,000 crores (Rupees four thousand crores only), inclusive of such premium as may be decided by the Board; and/or
- ii. Equity Shares and/or Fully Convertible Debentures/Partly Convertible Debentures / Optionally Convertible Debentures or any other Convertible Securities (other than warrants) for an amount not exceeding ₹4,000 crores (Rupees four thousand crores only), inclusive of such premium as may be decided by the Board

(hereinafter collectively referred to as the **"Specified Securities"**)

to Qualified Institutional Buyers (as defined in the SEBI Regulations) (**"QIBs"**) by way of a Qualified Institutions Placement (**"QIP"**), whether or not they are members of the Company, as provided under Chapter VIII of the SEBI Regulations, at a price to be

determined at the sole discretion of the Board, which price shall not be less than the price determined in accordance with the pricing formula stipulated under Chapter VIII of the SEBI Regulations (“**Floor price**”), provided however that the Board may, in accordance with applicable law, offer a discount of not more than 5% (five per cent) or such percentage as permitted under applicable law, on the Floor price.

RESOLVED FURTHER THAT the Specified Securities shall be allotted as fully paid-up, subject to allottees having the option to pay either full or part consideration for warrants, with the balance consideration being payable at or by the time of exercise of such warrants in accordance with applicable law, provided however that the tenure of any convertible or exchangeable Securities shall not exceed 60 (sixty) months from the date of allotment or such other time prescribed under applicable law.

RESOLVED FURTHER THAT the allotment shall be completed within 12 months from the date of passing of this resolution approving the QIP or such other time as may be permitted under the SEBI Regulations and the aggregate of all QIPs made by the Company in the same financial year shall not exceed five times the net worth of the Company as per the audited balance sheet of the previous financial year or such other limit prescribed under applicable law.

RESOLVED FURTHER THAT the QIP shall be made only to “QIBs” who are eligible under the extant foreign exchange regulations issued by the RBI and the Foreign Direct Investment Policy issued by the Department of Industrial Policy and Promotion and other applicable laws, to subscribe to such Specified Securities.

RESOLVED FURTHER THAT the relevant date for the purpose of arriving at the aforesaid minimum issue price of the Specified Securities shall be –

- in case of allotment of Equity Shares, the date of the meeting in which the Board or a Committee of the Board decides to open the proposed issue.
- in case of allotment of eligible convertible securities;
 - i. either the date of the meeting in which the Board or a Committee of the Board decides to open the issue of such convertible securities; or

- ii. the date on which the holders of such convertible securities become entitled to apply for the Equity Shares,

as may be determined by the Board.

RESOLVED FURTHER THAT:

- i. the Specified Securities to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
- ii. the Equity Shares that may be issued and allotted through the Qualified Institutions Placement or on conversion of the Specified Securities issued through the Qualified Institutions Placement as aforesaid, shall rank pari passu with the then existing Equity Shares of the Company in all respects including dividend; and
- iii. The number and/or conversion price in relation to Equity Shares that may be issued and allotted on conversion of the Specified Securities that may be issued through the QIP shall be appropriately adjusted in accordance with the SEBI Regulations for corporate actions such as bonus issue, rights issue, split and consolidation of share capital, merger, demerger, transfer of undertaking, sale of division or any such capital or corporate restructuring.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid Specified Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets and applicable law and the Board, subject to applicable laws, regulations and guidelines, be and is hereby authorised to dispose off such Specified Securities that are not subscribed, in such manner as it may in its absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required in furtherance of, or in relation to, or ancillary to the offer, issue and allotment of Specified Securities or for the purpose of giving effect to this resolution, including but not limited to finalisation and approval of the preliminary as well as final offer document(s), determining the form, manner and timing of the issue, including

the investors to whom the Specified Securities are to be issued and allotted, the number of Specified Securities to be allotted, floor price (including giving of any discount as permitted under SEBI Regulations), face value, premium amount on issue/ conversion of Specified Securities, if any, rate of interest, execution of various agreements/ deeds/ documents/ undertakings, creation of mortgage / charge / encumbrance in addition to the existing mortgages, charges and hypothecation by the Company as may be necessary on such of the assets of the Company both present and future, in such manner as the Board may direct, in accordance with Section 180(1)(a) of the Companies Act, 2013, in respect of any of the Specified Securities issued through the QIP, either on pari passu basis or otherwise, and to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of the Specified Securities and utilisation of the issue proceeds, as it may in its absolute discretion deem fit without being required to seek any further consent or approval of the Members to that end and intent that the Members shall be deemed to have given their approval thereto expressly by virtue of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint such Consultants, Lead Managers, Underwriters, Guarantors, Depositories, Custodians, Registrars, Trustees, Bankers, Solicitors, Lawyers, Merchant Bankers and any such Agencies and Intermediaries as may be involved or concerned in such offerings of Specified Securities and to remunerate all such agencies by way of commission, brokerage, fees or the like, and to enter into or execute Agreements / Arrangements / MOUs with any such Agency or Intermediary and also to seek the listing of any or all of such Specified Securities or securities representing the same on one or more Stock Exchanges.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors or Officers of the Company."

10. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the Special Resolution adopted at the 22nd Annual General Meeting of the Company held on July 26, 2016 and pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any amendment thereto or re-enactment thereof), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, whether Indian or overseas, upto a maximum aggregate amount of ₹ 20,000 Crores (Rupees Twenty Thousand Crores only) outstanding at any point of time, over and above the permissible limit under Section 186(2) of the Companies Act, 2013 (presently being 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of Company's free reserves and securities premium account, whichever is more).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

By Order of the Board
For **JSW STEEL LIMITED**

Place : Mumbai
Date : May 16, 2018

Sd/-
Lancy Varghese
Company Secretary

NOTES:

1. The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item Nos. 6 to 10 set out above and the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the person(s) seeking appointment/re-appointment as Director at the Annual General Meeting, is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument(s) appointing the proxy, if any, shall be deposited at the Registered Office of the Company at JSW Centre, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051 not less than forty-eight (48) hours before the commencement of the Meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. Proxies shall not have any right to speak at the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. The Register of Members and Share Transfer Books of the Company will remain closed from 10.07.2018 to 12.07.2018 (both days inclusive) in connection with the Annual General Meeting and for the purpose of payment of Dividend, if declared at the Meeting.
4. In order to provide protection against fraudulent encashment of dividend warrants, shareholders holding shares in physical form are requested to intimate the Company under the signature of the Sole/First joint holder, the following information which will be used by the Company for dividend payments:

- i) Name of Sole/First joint holder and Folio No.
- ii) Particulars of Bank Account viz.:
 - Name of the Bank, Name of Branch, Branch Code.
 - Complete address of the Bank with Pin Code Number.
 - Account type, whether Savings Bank (SB) or Current Account (CA).
 - Bank Account number allotted by the Bank.

In case of Shareholders holding shares in electronic form, Bank account details provided by the Depository Participants (DPs) will be used by the Company for printing on dividend warrants. Shareholders who wish to change such bank accounts may advise their DPs about such change with complete details of Bank Account including MICR Code. Shareholders residing at the regions where National Electronic Clearing Service (NECS) Facility is available are advised to avail of the option to collect dividend by way of NECS.

Equity shareholders holding shares in physical form are requested to send their NECS Mandate Form in the format available for download on the Company's website www.jsw.in, duly filled in, to the Registrars and Share Transfer Agent of the Company - Karvy Computershare Private Limited ("**Karvy**"). In case of Equity Shareholders holding shares in Electronic form, the NECS Mandate Form will have to be sent to the concerned Depository Participants (DPs) directly.

Pursuant to SEBI mandate vide circular dated April 20, 2018, Members holding shares in physical mode whose ledger folios have not been updated with Permanent Account Number (PAN) and Bank account details are required to submit the same to Karvy, for updation.

5. Members are requested to note that, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF) set up by the Government of India. Accordingly, all unclaimed/ unpaid dividends of the erstwhile Jindal Iron & Steel Company Ltd. (now merged with JSW Steel Limited) in respect of financial years 1995-96 to 2003-04 has been transferred to IEPF. The Company's unpaid or unclaimed interim and final dividend for F.Y 2004-05, final dividend for F.Ys 2005-06, 2006-07, 2007-08, 2008-09 and 2009-10 has also been transferred to the IEPF. Members who

have not encashed their final dividend warrants for the F.Y. 2010-11 or thereafter are requested to write to the Company's Registrar and Share Transfer Agent.

Also pursuant to the provisions of the "Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more, are also liable to be transferred to the designated Demat account of the Investor Education and Protection Fund (IEPF) Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in.

6. Members are requested to intimate the Registrar and Share Transfer Agent of the Company – Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, immediately of any change in their address in respect of equity shares held in physical mode and to their Depository Participants (DPs) in respect of equity shares held in dematerialised form.
7. Members holding share certificates under different folio numbers but in the same order of name are requested to apply for consolidation of such folios and send relevant share certificates to KARVY for consolidating their holdings under one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
8. SEBI has in its Board meeting held on March 28, 2018 decided that except in case of transmission or transposition, requests for effecting transfer of securities of listed companies shall not be processed unless the securities are held in dematerialised form with a Depository with effect from a date, to be notified. In view of the above, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Having regard to the difficulties experienced by the shareholders in disposing off their shares held in physical form and to mitigate the hardship caused to them, the Company has in consultation with Karvy Computershare Private Limited framed a physical share purchase scheme. Members can contact the Company or KARVY for assistance in this regard.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available

for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.jsw.in (under 'Investors' section). Members are requested to submit the said details to their depository participants ("DPs") in case the shares are held by them in electronic form and to KARVY in case the shares are held by them in physical form.

10. Section 20 of the Companies Act, 2013 permits service of documents on members by a company through electronic mode. Accordingly, as a part of the Green Initiative, electronic copy of the Annual Report for FY 2017-18 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. Further, in terms of SEBI Circular No. CIR/ CFD/DIL/7/2011 dated 05.10.2011 and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the physical copies of Abridged Annual Report is being sent through permitted mode to all other members who have not registered their email address(es). Members may also note that the Annual Report for FY 2017-18 will also be available on the Company's website www.jsw.in for download.
11. Members seeking any information with regard to the accounts, are requested to write to the Chief Financial Officer at an early date, so as to enable the Management to keep the information ready at the AGM.
12. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Quarterly Results, Notices, Circulars, etc. from the Company electronically.
13. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members have been provided with the facility to cast their vote electronically through the e-voting services provided by KARVY, on all resolutions set forth in this Notice. The business set out in the Notice can be transacted through such voting.

Notice of the 24th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail IDs are registered with the Company/ Depository Participants(s) for communication purposes through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 24th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

The instructions for e-voting are as under:

Open web browser by typing the following URL: <https://evoting.karvy.com> either on a Personal Computer or on a mobile.

1. Enter the login credentials i.e., user id and password mentioned below:

User – ID

For Members holding shares in Demat Form:-

- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID
- b) For CDSL :- 16 digits beneficiary ID

For Members holding shares in Physical Form:-

- Event no. followed by Folio Number registered with the Company

Password: If you are already registered for e-Voting, then you can use your existing password to login and cast your vote. If you are using KARVY's e-Voting system for the first time, you will need to retrieve the 'initial password' communicated to you by e-mail. In case of shareholders who have not registered their e-mail addresses, their Password has been communicated in the physical ballot form sent to them.

Captcha: Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

2. After entering the details appropriately, click on LOGIN.

3. In case you are retrieving and using your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

Once you reach the Password change menu you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

You need to login again with the new credentials.

4. On successful login, the system will prompt you to select the EVENT i.e., JSW STEEL LIMITED.
5. On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting/ dissenting to the Resolution, then enter all shares and click "FOR"/" AGAINST" as the case may be. You are not required to cast all your votes in the same manner. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option "ABSTAIN" in case you wish to abstain from voting. If you do not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
6. Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
7. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote.
8. During the voting period, shareholders can login any number of times till they have voted on the resolution.

9. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorized to vote, to the Scrutinizer through e-mail at nilesh@ngshah.com.
10. Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
11. The e-voting portal will be open for voting from Friday, July 20, 2018 (9.00 a.m. IST) to Monday, July 23, 2018 (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on July 17, 2018, may cast their vote electronically. The e-voting module shall be disabled by KARVY for voting thereafter. Once the vote on a resolution is cast by the Member, he shall not be allowed to change it subsequently.
12. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date i.e., July 17, 2018.
13. A person, whose name is recorded in the register of members as on the cut-off date, i.e. July 17, 2018 only shall be entitled to avail the facility of e-voting/Poll.
14. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. July 17, 2018, may obtain the User ID and password in the manner as mentioned below:

If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may:
 - a) Send SMS: MYEPWD <space>

E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL :

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890
 - b) On the home page of <https://evoting.karvy.com>, click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
15. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. S. V. Raju of Karvy Computershare Pvt. Ltd. at 040 67161500 or at 1800 345 4001 (toll free). It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
16. The results of e-voting will be placed by the Company on its website: www.jsw.in within two days of the AGM and also communicated to the stock exchanges, where the shares of the Company are listed.
17. The resolutions proposed will be deemed to have been passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions.
18. Mr. Nilesh Shah, Practicing Company Secretary, (Membership No. FCS 4554) has been appointed as the Scrutiniser to scrutinise the e-voting process.
14. The facility for voting through electronic voting system or polling paper would also be made available at the Meeting and the members attending the Meeting who have not cast their vote by e-voting may exercise their right to vote at the AGM.
15. The members who have cast their vote by e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
16. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
17. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to KARVY a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.

18. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at JSW Centre, Bandra-Kurla Complex, Bandra (East), Mumbai -400 051 on all working days of the Company, **between 10.00 a.m. and 1.00 p.m.** upto the date of the Annual General Meeting.
19. Members, Proxies and Authorised Representatives are requested to bring the attendance slip duly filled in along with their copy of Annual Report to the Meeting.
20. The route map showing directions to reach the venue of the twenty-fourth Annual General Meeting is annexed.

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The statement pursuant to Section 102(1) of the Companies Act, 2013 for Item Nos. 6 to 10 of the accompanying notice is as under:

Item No. 6.

The Board of Directors of the Company, on the recommendation of the Audit Committee, at its meeting held on May 16, 2018, has considered and approved the appointment of M/s. Shome & Banerjee, Cost Accountants, as the Cost Auditor of the Company for the financial year 2017-18 at a remuneration of ₹15 lakhs (Rupees fifteen lakhs only) per annum plus taxes as applicable and reimbursement of actual travel and out of pocket expenses.

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration, as approved by the Board of Directors of the Company on the recommendation of the Audit Committee, is required to be subsequently ratified by the Members of the Company.

The Resolution as at Item No. 6 of the Notice is therefore set out as an Ordinary Resolution for approval and ratification by the Members.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution set out at Item No. 6 of the Notice.

Your Directors recommend the resolution as at Item No.6 for your approval.

Item No. 7.

Dr.(Mrs.) Punita Kumar Sinha (DIN 05229262) who was appointed as a Director of the Company in the category of Independent Director, holds office up to the conclusion of the ensuing Annual General Meeting of the Company ("first term" in terms of Sections 149(10) of the Companies Act,2013 ("the Act")). The Company has received a Notice in Writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Dr.(Mrs.) Punita Kumar Sinha for the Office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act,2013.

Section 149(10) of the Act, provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149(11) further provides that an independent director may hold office for up to two consecutive terms.

The Board taking into account the recommendation of the Nomination and Remuneration Committee and on the basis of the report of performance evaluation of Independent Directors, has recommended the re-appointment of Dr.(Mrs.) Punita Kumar Sinha as a Director of the Company in the category of Independent Director, for a second term of upto July 23, 2023 or upto the conclusion of the 29th Annual General Meeting of the Company in the calendar year 2023, whichever is earlier.

Section 149 of the Act and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) inter alia prescribes that an independent director of a company shall meet the criteria of independence as provided in Section 149(6) of the Act. The Company has received a declaration from Dr.(Mrs.) Punita Kumar Sinha that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

Dr.(Mrs.) Punita Kumar Sinha is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as Director.

The aforesaid Independent Director is an eminent personality in her field. Your Board considers that her continued association with the Company would be of immense benefit to the Company. In the opinion of the Board, Dr. (Mrs.) Punita Kumar Sinha fulfils the conditions for appointment as an independent Director as specified in the Act and the Listing Regulations. She is also independent of the management.

A Brief resume of Dr.(Mrs.) Punita Kumar Sinha, nature of her expertise in specific functional areas and names of companies in which she holds directorships and memberships / chairmanships of Board Committees, are provided in the statement giving details pursuant to Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard-2 in respect of Directors seeking appointment / re-appointment at the forthcoming Annual General Meeting, annexed to this Notice.

A Copy of the draft letter of appointment of Dr. (Mrs.) Punita Kumar Sinha setting out the terms and conditions of her appointment is available for inspection by the members at the registered office of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, other than Dr.(Mrs.) Punita Kumar Sinha or her relatives (to the extent of their shareholding interest, if any, in the Company), are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice.

Your Directors recommend the resolution as at Item No. 7 for your approval.

Item No. 8.

In terms of Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment

of Securities) Rules, 2014, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the Members of the Company by a Special Resolution. In case of an offer or invitation to subscribe to non-convertible debentures on private placement, the Company can obtain previous approval of its shareholders by means of a Special Resolution once a year for all the offers or invitations for such non-convertible debentures during the year.

At the Twenty Third Annual General Meeting of the Company held on June 29, 2017, the members had passed an enabling resolution to borrow funds by offer or invitation to subscribe to secured/ unsecured redeemable non-convertible debentures for an amount not exceeding ₹10,000 crores (Rupees ten thousand crore only). No amount was raised pursuant to this resolution. The resolution is valid for a period of only one year from the date of the Annual General Meeting.

In order to augment the long-term resources for financing inter alia, the ongoing capital expenditure, for refinancing of part of the existing loans to reduce interest costs and for general corporate purposes, the Company may offer or invite subscription to more secured/unsecured redeemable non-convertible debentures, in one or more tranches on private placement basis.

An enabling resolution as set out at Item No. 8 of the Notice is therefore being sought once again, to borrow funds by offer or invitation to subscribe to secured/ unsecured redeemable non-convertible debentures for an amount not exceeding ₹10,000 crores (Rupees ten thousand crore only). This resolution would be valid for a period of one year from the date of this Annual General Meeting.

The price at which the securities will be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the appropriate advisors.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in the resolution set out at Item No. 8 of the Notice.

Your Directors recommend the resolution as at Item No.8 for your approval.

Item No. 9.

The National Steel Policy (NSP), 2017 provides a long term vision to give thrust to the steel sector. It aims at

enhancing domestic steel consumption, ensuring high quality steel production, and creating a technologically advanced and globally competitive steel industry. The government envisages domestic steel consumption to grow by 7% p.a. through 2030, and, consequently, India would require steelmaking capacity of 300 million tonnes by then vis-a-vis current capacity of ~132 million tonnes. The Company also has a strategic vision to reach 40 MTPA capacity by 2030 with significant investment in mineral resources i.e. Iron Ore & Coal.

In this context, the Board of the Company had, at the start of F.Y. 2018, approved a planned capex of ₹ 26,815 crores for the Company including its subsidiaries, to be spent over 4 years. The Company has incurred capex of about ₹ 4,700 crores in F.Y. 2018. The Company has further identified key new investment projects to expand overall steelmaking capacity, lower operating costs and enrich product mix, along with a few other strategic projects with very low payback period related to mining / environment/ safety which will entail incremental cost of ~ ₹ 17,600 crores. These key projects will be set-up at a very competitive capital cost and will be returns accretive. Some of the key projects identified are as under:

a) Upstream Projects: Augmenting crude steel capacity at Vijayanagar & Dolvi

- a) Augmenting steelmaking capacity at Vijayanagar by 1 mtpa at an estimated cost of about ₹ 2,300 crores. The project is expected to be commissioned by March 2020.
- b) Augmenting steelmaking capacity at Dolvi by 0.7 mtpa capacity by augmentation & modification of Steel Melting Shop at Dolvi and increasing DRI Capacity in its subsidiary Company, JSW Steel (Salav) Limited, at Salav, to 1.6 MTPA (from existing 0.9 MTPA), at an aggregate estimated cost of ₹ 1,375 crores. The project is expected to be commissioned by March 2020.

b) Downstream Projects: Enriching Product Mix

- a) Setting up 0.3 MTPA colour coated line at CRM1 complex at Vijayanagar.
- b) Modernisation and Capacity Enhancement, through its subsidiary company, JSW Steel Coated Products Ltd at Vasind & Tarapur by 1.5 MTPA, by setting up PLTCM instead of earlier planned 0.96 MTPA BCTM.
- c) Installation of an additional Tin Plate line, through its subsidiary company, JSW Steel

Coated Products Ltd, with capacity of 0.25 MTPA at Tarapur.

- d) Capacity enhancement of Pre-Painted Galvalume Line (PPGL), through its subsidiary company, JSW Steel Coated Products Ltd, at Kalmeshwar by 0.22 MTPA.

These projects, in phases, are expected to be commissioned between September 2019 and March 2020. The overall project cost for the above new projects is expected to be ₹ 1,470 crores.

c) Cost reduction projects and manufacturing integration

- a) Setting up a new 8 MTPA pellet plant and 1.5 MTPA coke oven plant at Vijayanagar works at an estimated cost of ₹ 5,200 crores. Both the projects are expected to be commissioned by March 2020.
- b) Setting up the second phase of 1.5 MTPA coke oven plant alongwith Coke Dry Quenching facilities through its subsidiary company, Dolvi Coke Projects Ltd, at an estimated cost of ₹ 2,050 crores. The project is expected to be commissioned by June 2020.
- c) Setting up a captive 235 MW power plant at Dolvi works at an estimated cost of ₹ 975 crores. The project is expected to be completed by March 2020.

The total planned Capex of the Company and its subsidiaries including the above mentioned projects will be around ₹ 44,415 Crores to be incurred over a period of 4 years from F.Y. 2018 to F.Y. 2021 of which ₹ 25,000 crores is proposed to be financed by way of Debt and balance by way of Equity/Internal accruals.

The Company in addition continues to evaluate and pursue various M&A opportunities in India & Overseas, to achieve its long-term vision.

Therefore, it is in the interest of the Company to raise long term resources with convertible option so as to optimise capital structure for future growth. The proceeds of the issue may be used for long-term funding to meet the planned capital expenditure or for refinancing of expensive debt to reduce interest costs and for general corporate purposes.

The enabling resolution passed by the members at the Twenty Third Annual General meeting of the Company

held on June 29, 2017 authorising the issuance of Specified Securities by way of a Qualified Institutions Placement is valid only for a period of one year from the date of the Annual General Meeting. It is therefore proposed that the Board of Directors be authorised by way of a fresh enabling resolution as at Item No. 9 of this Notice, to raise additional long term resources depending upon market dynamics by way of:

- i. Non-Convertible Debentures with warrants which are convertible into or exchangeable with equity shares of the Company of face value of ₹ 1 each (the "Equity Shares") at a later date for an amount not exceeding ₹ 4,000 crores (Rupees four thousand crores only), inclusive of such premium as may be decided by the Board; and/or
- ii. Equity Shares and/or Fully Convertible Debentures/Partly Convertible Debentures/Optionally Convertible Debentures or any other Convertible Securities (other than warrants) for an amount not exceeding ₹ 4,000 crores (Rupees four thousand crores only), inclusive of such premium as may be decided by the Board;

The price at which the equity shares or other securities will be issued will be determined by the Board of Directors of the Company in accordance with applicable law and in consultation with the experts/investment bankers/advisors and securities may be offered, issued and allotted to investors who may not be Members of the Company, at the sole discretion of the Board in accordance with applicable law, however the basis of pricing of Specified Securities issued under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 shall be the pricing formula as prescribed under the SEBI Regulations, as amended from time to time.

The allotment of Specified Securities referred to in the resolution proposed under item no.9 of this Notice, would be completed within a period of 12 (twelve) months from the date of approval by the members accorded by way of a special resolution approving the QIP or such other time as may be permitted under the SEBI Regulations.

The end use of the issue proceeds will be in compliance with applicable laws and regulations.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested financially or otherwise in the resolution set out at Item No.9 of this Notice.

Your Directors recommend the resolution as at Item No. 9 for your approval.

Item No. 10.

In terms of the provisions of section 186 read with the Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013, no Company shall directly or indirectly, without prior approval by means of special resolution passed at a general meeting, give any loan to any person or other body corporate, give any guarantee or provide any security in connection with a loan to any other body corporate or person and acquire by way of subscription, purchase or otherwise the securities of any other body corporate exceeding sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

Vide the resolution passed by the Members of the Company at the Twenty Second Annual General Meeting of the Company held on July 26, 2016, the Members had pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Rules framed thereunder, empowered the Board of Directors to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, whether Indian or overseas, upto a maximum aggregate amount of ₹ 15,000 Crores (Rupees Fifteen Thousand Crores only) outstanding at any point of time, over and above the permissible limit under Section 186(2) of the Companies Act, 2013 (being 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of Company's free reserves and securities premium account, whichever is more).

As a part of its growth strategy, the Company plans to expand its steel capacity to 40 MTPA by 2030 by means of Brownfield and Greenfield expansions and also through acquisitions and continues to scan forward and backward integration opportunities including overseas for its steel making operations in India. In order to support its business activities, the Company may be required to give loans to any person or other body corporate and/or give guarantee and/or provide security in connection with a loan to any other body corporate or person and to make investment or acquire by way of subscription, purchase or otherwise the securities of any other body corporate, including subsidiaries, in excess of the limits prescribed under the Companies Act, 2013 and the rules made thereunder.

Moreover, prior to April 1, 2014, the Company has passed several resolutions at the meetings of the Board of Directors

held from time to time to invest/to give loan/guarantees or provide security to the wholly owned subsidiary Companies, subsidiary Companies, Joint Ventures and other associate or group entities and persons, other body corporates subject to approval of members wherever required and fulfilment of the applicable provisions of the Companies Act, 1956 (the "Old Act").

In this regard, it may be noted that (a) investments/loans/guarantees/securities made or given or provided by the company (as the case may be) to its wholly owned subsidiaries were exempt from the provisions of Section 372A of the Old Act and were not required to be considered while computing the total investments made, loans given and guarantees and securities provided by a company for the purposes of calculating the limits specified under Section 372A of the Old Act. However, the above mentioned exemption is no longer available under Section 186 of the Companies Act, 2013 and therefore, for the purposes of calculating the limits specified under Section 186(2) of the Companies Act, 2013, the investments/loans/guarantees/securities made or given or provided to the wholly owned subsidiaries (as the case may be) and to other persons (not being bodies corporate) are also required to be taken into consideration.

Notwithstanding the above, it may be noted that as per Rule 11(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 (the "Rules") (as amended) approval of the Shareholders would not be required if a company gives loans/guarantees or provides securities to its wholly owned subsidiary company or a joint venture company or makes investments in the securities of its wholly owned subsidiary company, in excess of the limits specified under Section 186(2) of the Act.

It is therefore proposed to obtain an enabling approval of the shareholders by means of a Special Resolution, authorizing the Board to exercise the aforesaid powers, upto a maximum aggregate amount of ₹ 20,000 Crores (Rupees Twenty thousand crores only) outstanding at any point of time, over and above the permissible limit under Section 186(2) of the Companies Act, 2013 (presently being 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of Company's free reserves and securities premium account, whichever is more) . The incremental increase sought is ₹ 5,000 Crores (Rupees Five thousand crores only), over and above the limit approved by the shareholders earlier in the 22nd Annual General Meeting held on July 26,2016, under Section 186(3) of the Companies Act, 2013.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested financially or otherwise in the resolution set out at Item No.10 of this Notice, except to the extent of their shareholding, if any in the bodies corporate in which investments may be made or loans/ guarantees may be given or security may be provided pursuant to this Special Resolution.

Your Directors recommend the resolution as at Item No. 10 for your approval.

By Order of the Board
For **JSW STEEL LIMITED**

Place : Mumbai
Date : May 16, 2018

Sd/-
Lancy Varghese
Company Secretary

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTH COMING ANNUAL GENERAL MEETING

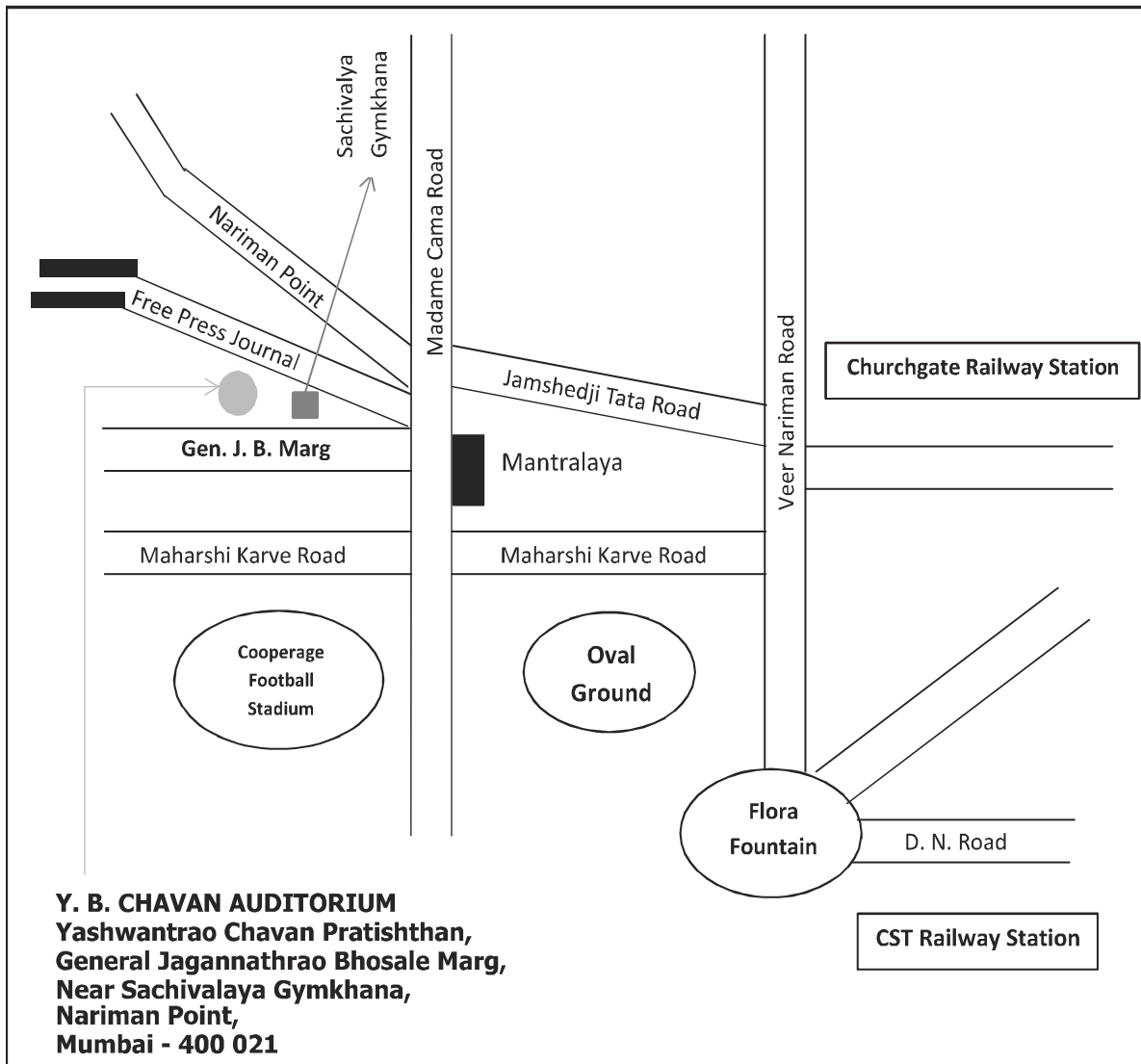
[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2]

Name of the Director	Mr. Seshagiri Rao MVS	Dr. (Mrs.) Punita Kumar Sinha
Date of Birth	15.01.1958	13.05.1962
Date of first Appointment on the Board	06.04.1999	28.10.2012
Qualification	AICWA, LCS, CAIIB, Diploma in Business Finance.	Ph.D. and Masters in Finance, University of Pennsylvania, MBA (Finance), Drexel University, Philadelphia, B.Tech. in Chemical Engineering, IIT (Delhi).
Experience/ Expertise in specific functional areas/ Brief resume of the Director	<p>Mr. Seshagiri Rao M.V.S. is the Joint Managing Director & Group CFO, JSW Steel Ltd, responsible for the overall operations of the Company including Strategy formulations related to business development, expansion of existing businesses, joint ventures, mergers and acquisitions and Cost management. He possesses rich experience spanning over three decades in Steel Sector and in the areas of Corporate Finance and Banking. He joined JSW Group in 1997 as Chief Financial Officer and has played active role in growth strategies of JSW Group since then. He has been actively involved in all strategic decision making within the group and has over the years grown with JSW Steel progressively shouldering higher responsibilities. Prior to joining JSW Steel he has worked with various reputed organizations in various capacities. He is a member of the Institute of Cost and Works Accountants of India and a licentiate member of the Institute of Company Secretaries of India. He is also a Certified Associate of the Indian Institute of Bankers and a diploma holder in Business Finance awarded by the Institute of Chartered Financial Analysts of India.</p>	<p>She is the Founder and Managing Partner, Pacific Paradigm Advisors, an independent investment advisory and management firm. Prior to founding Pacific Paradigm Advisors in 2012, she was Senior Managing Director of Blackstone Group, leading Blackstone Asia Advisors as the Business Unit Head and Chief Investment Officer.</p> <p>She was also the Senior Portfolio Manager for The India Fund (NYSE:IFN), the largest Indian Fund in the US for almost 15 years and The Asia Tigers Fund (NYSE:GRR), and The Asia Opportunities Fund L.P. She has more than twenty years of experience in fund management in international and emerging markets. She has been frequently featured in the media, including: The Financial Times, The New York Times, The Wall Street Journal, Barron's, Forbes, CNN, CNBC, Mint, Bloomberg, ET Now and The Economic Times. Many of her contributions at seminars and conferences have projected the potential and prospects of India as an investment destination. She is a member of the Boston Security Analysts Society and the US Council on Foreign Relations. She is a Charter Member and former Board Member of TIE-Boston.</p>
Terms & conditions of appointment / re-appointment	Tenure as a Director is subject to retirement of Directors by rotation in terms of Section 152 of the Companies Act, 2013.	As per the letter of appointment of Independent Directors uploaded on the website of the Company (http://www.jsw.in/investors/investor-relations-steel) pursuant to clause IV (6) of Schedule IV of the Companies Act 2013.

Name of the Director	Mr. Seshagiri Rao MVS	Dr. (Mrs.) Punita Kumar Sinha
Details of remuneration sought to be paid and remuneration last drawn.	Nil as a Director.	Sitting Fees and Commission not exceeding 1% of the net profits in the aggregate for all of the Non-Executive Directors.
Disclosure of Relationship with other Directors, Manager and Key Managerial Personnel of the Company.	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a Manager.	Not inter-se related to any other Director, or Key Managerial Personnel. The Company does not have a Manager.
Number of meetings of the Board of Directors attended during the F.Y. 2017-18.	8/8	7/8
Other Directorships held as on 31.03.2018	1) Jsoft Solutions Limited 2) Association of Finance Professionals of India	1) Mahindra Intertrade Limited 2) Sobha Limited 3) Infosys Limited 4) Fino Payments Bank Limited 5) Rallis India Limited 6) SREI Infrastructure Finance Limited 7) Metahelix Life Sciences Limited 8) Bharat Financial Inclusions Limited 9) The Asia Opportunities Offshore Fund Limited 10) The Asia Opportunities Offshore Master Fund Limited
Chairman/ Membership of Committees in other Indian Public Limited Companies as on 31.03.2018* (C = Chairman; M = Member)	Nil	Audit Committee Metahelix Life Science Limited (C) Mahindra Intertrade Limited (M) Fino Payments Bank Limited (M) Infosys Limited (M) Stakeholders Relationship Committee Rallis India Limited (C) Fino Payments Bank Limited (M) Infosys Limited (M)
Shareholding in the Company as on 31.03.2018	2,23,200 Equity Shares.	Nil

*only two Committees namely, Audit Committee, Stakeholders Relationship Committee have been considered.

**ROUTE MAP TO THE VENUE OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING
OF JSW STEEL LIMITED TO BE HELD ON TUESDAY, 24TH JULY, 2018**



Not to scale

