JINDAL STEEL & POWER LIMITED

Registered Office: O.P. Jindal Marg, Hisar–125005(Haryana)
Corporate Secretariat Office: Jindal Centre,Tower-A, 2nd Floor, Plot No.2, Sector-32, Gurgaon-122001 (Haryana)
CIN: L27105HR1979PLC009913 | **Website:** www.jindalsteelpower.com
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NOTICE OF THE 43RD ANNUAL GENERAL MEETING

To,
The Members,
Jindal Steel & Power Limited

NOTICE is hereby given that the **43rd ANNUAL GENERAL MEETING** of the Members of **JINDAL STEEL & POWER LIMITED** will be held on Friday, September 30, 2022 at 11.00 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

ITEM NO.1: To consider and adopt

(a) Audited Standalone Financial Statements of the Company for the financial year ended March 31,2022 and the reports of Board of Directors and Auditors thereon; (b)Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the report of Auditors thereon and in this regard, pass the following resolutions as Ordinary Resolutions:

(a) "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 and the reports of Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

(b) "**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

ITEM NO.2: To declare final dividend for the financial year 2021-22 and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Foreign Exchange Management Act or any other laws time being in force and as per Article 114 of Articles of Association of the Company, the consent of the members be and is hereby accorded for the payment of final dividend for the financial year 2021-22 @ 200% i.e. ₹2/- per fully paid-up equity share of face value of ₹1/- each on 102,00,88,097 fully paid-up equity shares of the Company."

ITEM NO.3: To confirm the Payment of Interim Dividend for the financial year 2021-22 and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Foreign Exchange Management Act or any other laws time being in force and as per Article 114 of Articles of Association of the Company, the interim dividend @ 100 % i.e. ₹1/- per fully paid equity share of face value of ₹1/- each in respect of 102,00,88,097 fully paid equity shares, declared by the Board of Directors in its meeting held on March 10, 2022, be and is hereby confirmed."

ITEM NO.4: To appoint Mr. D.K. Saraogi (DIN: 06426609), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. D.K. Saraogi (DIN: 06426609), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

ITEM NO. 5: To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2023 and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any amendment(s), modification(s) or variation(s) thereof, the Company hereby ratifies the remuneration amounting to ₹8,50,000/-(Rupees Eight Lakh and Fifty Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s Ramanath Iyer & Co., Cost Accountants (Firm Registration Number: 000019), Cost Auditors appointed by the Board of Directors, to conduct the audit of the cost records of the Company for the Financial Year 2022-23.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorised to do all such acts, deeds and things, as they may, in their absolute discretion, deem necessary to give effect to this resolution".

ITEM NO. 6: To approve the appointment of Mr. Ramkumar Ramaswamy as Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Mr. Ramkumar Ramaswamy (DIN:09675055), who was appointed as an Additional Director in the category of Executive Director by the Board of Directors of the Company w.e.f. July 15, 2022, who holds office upto the date of ensuing Annual General Meeting of the Company be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, and things, as they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 7: To approve the appointment of Mr. Ramkumar Ramaswamy (DIN:09675055), as Wholetime Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals as may be required and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment of Mr. Ramkumar Ramaswamy (DIN: 09675055) as Wholetime Director, for a period of 3 (three) years from July 15, 2022, on the terms and conditions including remuneration as enumerated herein below:

(a)	Basic Salary	: ₹5,83,333/- (Rupees Five Lakh Eighty-Three Thousand Three Hundred Thirty-Three only) per month.
(b)	Flexible Compensation Plan as per Company's Policy	: ₹8,05,000/- (Rupees Eight Lakh Five Thousand only) per month.
(c)	Performance based Target Variable Pay of ₹5,41,667/- (Rupees Five Lakhs Forty-One Thousand Six Hundred Sixty-Seven only) per month as per Company's Policy.	
(d)	He shall also be entitled to the following perquisites:	
	(i). Employer's Contribution to Provident Fund @12% of Basic Salary.	
	(ii). Gratuity in accordance with Company's Policy.	
	(iii). Medi-claim Insurance coverage for self and family as per Company's policy.	
	(iv). Group Personal Accident Insurance as per Company's Policy.	
	(v). Leave encashment in accordance with Company's Policy.	
	(vi). Mobile phone, telephone facility, telephone bill reimbursement, I - pad, laptop etc. as per Company's Policy.	
	(vii). Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.	
(e)	He shall also be entitled to reimbursement of expenses on actual basis which are incurred for business of the Company.	
(f)	He shall not be entitled for any sitting fees for attending the meetings of Board of Directors or Committees thereof.	
(g)	He shall also be entitled for options/ shares under the Company's ESOP/ESPS schemes/plans or any other schemes/ plans as per the policy of the Company in accordance with extant regulations/rules.	
(h)	He shall also be entitled to such other benefits, perquisites, allowances, reimbursements and facilities as may be determined by Board from time to time.	
(i)	The Office of Mr. Ramkumar Ramaswamy shall be liable to determination by retirement of directors by rotation.	

RESOLVED FURTHER THAT in case the Company has no profits, or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above subject to the provisions of Schedule V of the Act and subject to necessary approvals, if any;

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) be and is hereby authorised to revise the remuneration upto 20% of his gross salary per annum for such quantum, periodicity and interval subject to overall limits as prescribed, from time to time, under the Act;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things as they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 8: To approve the appointment of Mr. Sunil Kumar Agrawal (DIN: 00424408), as Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Mr. Sunil Kumar Agrawal (DIN: 00424408), who was appointed as an Additional Director in the category of Executive Director by the Board of Directors of the Company w.e.f. July 15, 2022, who holds office upto the date of ensuing Annual General Meeting of the Company be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, and things, as they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 9: To approve the appointment of Mr. Sunil Kumar Agrawal (DIN: 00424408), as Wholetime Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals as may be required and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment of Mr. Sunil Kumar Agrawal (DIN: 00424408) as Wholetime Director, for a period of 3 (three) years from July 15, 2022, on the terms and conditions including remuneration as enumerated herein below:

(a)	Basic Salary	:	₹2,13,516/- (Rupees Two Lakh Thirteen Thousand Five Hundred Sixteen only) per month.
(b)	Flexible Compensation Plan as per Company's Policy	:	₹2,94,653/- (Rupees Two Lakh Ninety-Four Thousand Six Hundred Fifty-Three only) per month.
(c)	Performance based Target Variable Pay of ₹1,41,209/- (Rupees One Lakh Forty-One Thousand Two Hundred Nine only) per month as per Company's Policy.		
(d)	He shall also be entitled to the following perquisites:		
	(i). Employer's Contribution to Provident Fund @12% of Basic Salary.		
	(ii). Gratuity in accordance with Company's Policy.		
	(iii). Medi-claim Insurance coverage for self and family as per Company's policy.		
	(iv). Group Personal Accident Insurance as per Company's Policy.		
	(v). Leave encashment in accordance with Company's Policy.		
	(vi). Mobile phone, telephone facility, telephone bill reimbursement, I - pad, laptop etc. as per Company's Policy.		
	(vii). Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.		
(e)	He shall also be entitled to reimbursement of expenses on actual basis which are incurred for business of the Company.		
(f)	He shall not be entitled for any sitting fees for attending the meetings of Board of Directors or Committees thereof.		
(g)	He shall also be entitled for options/ shares under the Company's ESOP/ESPS schemes/plans or any other schemes/ plans as per the policy of the Company in accordance with extant regulations/rules.		
(h)	He shall also be entitled to such other benefits, perquisites, allowances, reimbursements and facilities as may be determined by Board from time to time.		
(i)	The Office of Mr. Sunil Kumar Agrawal shall be liable to determination by retirement of directors by rotation.		

RESOLVED FURTHER THAT in case the Company has no profits, or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above subject to the provisions of Schedule V of the Act and subject to necessary approvals, if any;

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) be and is hereby authorised to revise the remuneration upto 20% of his gross salary per annum for such quantum, periodicity and interval subject to overall limits as prescribed, from time to time, under the Act;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things as they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 10: To approve the appointment of Mr. Bimlendra Jha (DIN:02170280), as Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Mr. Bimlendra Jha (DIN:02170280), who was appointed as an Additional Director in the category of Executive Director by the Board of Directors of the Company w.e.f. August 14, 2022, who holds office upto the date of ensuing Annual General Meeting of the Company be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, and things, as they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 11: To approve the appointment of Mr. Bimlendra Jha (DIN:02170280), as Managing Director of the Company and in this regard, pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals as may be required and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment of Mr. Bimlendra Jha (DIN: 02170280) as Managing Director, for a period of 5 (Five) years from August 14 2022, on the terms and conditions including remuneration as enumerated herein below:

(a)	Basic Salary	:	₹2,40,00,000/- (Rupees Two Crore Forty Lakh only) per annum.
(b)	Flexible Compensation Plan as per Company's Policy	:	₹3,53,50,000/- (Rupees Three Crore Fifty Three Lakhs Fifty Thousand only) per annum.
(c)	Annual Performance linked Variable Pay: 0.03% of Cash Score capped at ₹5,40,00,000/- (Rupees Five Crore Forty Lakhs only) per annum.		

(d)	Cost of Vehicle usage for business purpose (i.e., Car, Maintenance, Fuel, Driver and insurance etc.): ₹50,00,000/- (Rupees Fifty Lakhs only) per annum.
(f)	He shall also be entitled to the following perquisites:
	(i). Employer's Contribution to Provident Fund.
	(ii). Gratuity in accordance with Company's Policy.
	(iii). Medi-claim Insurance coverage for self and family as per Company's policy.
	(iv). Group Personal Accident Insurance as per Company's Policy.
	(v). Leave encashment in accordance with Company's Policy.
	(vi). Mobile phone, telephone facility, telephone bill reimbursement, I - pad, laptop etc. as per Company's Policy.
	(vii). Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.
	(viii). Any other allowances/perquisites as per the policy of the Company. The perquisites and allowances shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs, medical assistance and leave travel concession for self and family including dependents. The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules thereunder or any statutory modification(s) or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.
(f)	He shall also be entitled to reimbursement of expenses on actual basis which are incurred for business of the Company.
(g)	He shall not be entitled for any sitting fees for attending the meetings of Board of Directors or Committees thereof.
(h)	He shall also be entitled for options/ shares under the Company's ESOP/ESPS schemes/plans or any other schemes/ plans as per the policy of the Company in accordance with extant regulations/rules.
(i)	He shall also be entitled to such other benefits, perquisites, allowances, reimbursements and facilities as may be determined by Board from time to time.
(j)	The Office of Mr. Bimlendra Jha shall be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT in case the Company has no profits, or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above subject to the provisions of Schedule V of the Act and subject to necessary approvals, if any;

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) be and is hereby authorised to revise the remuneration upto 20% of his gross salary per annum for such quantum, periodicity and interval subject to overall limits as prescribed, from time to time, under the Act;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds and things they may, in their absolute discretion deem necessary to give effect to this resolution."

ITEM NO. 12: To approve the amendment to clause III (A) of the Memorandum of Association of the Company and in this regard, pass the following resolution as Special Resolution:

"**RESOLVED BY WAY OF SPECIAL RESOLUTION THAT** pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), in accordance with Table A of Schedule I of the Act and the consent of the members of the Company, be and is hereby accorded to alter the existing Clause III (A) of the Memorandum of Association ("MOA") of the Company by inserting following sub clause 6 to the Clause III (A) of the MOA after sub clause 5 to the Clause III (A) of the MOA and the said Clause III (A) of the MOA shall now be titled as "**THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION**":

"6. To carry on the business of purchase, sale, manufacture, process, import, export, buying, selling, trading, distribution, deal in, to act as indent or agent, merchants, commission agent, distributors, wholesalers, retailers, broker, contractor, or otherwise deal with raw and process materials, semi products and end products of coal, iron ore, pellets, coke, limestone, bauxite, mica, manganese, gypsum, sulphur, iron, aluminium, copper, lead, zinc and metals of all kinds, grades, description & specification and other allied items."

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to sign, alter or modify the documents as may be required to be filed with Registrar of Companies and other concerned authority(ies), if any, and to do all acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

ITEM NO. 13: To approve the amendment to clause III (B) of the Memorandum of Association of the Company and in this regard, pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), in accordance with Table A of Schedule I of the Act, the consent of the members be and is hereby accorded to alter the existing Clause III (B) of the Memorandum of Association of the Company by deleting the existing sub-clause 20 and inserting the following new sub-clause 20 in its place and the said Clause III (B) shall now be titled as **"MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A)":**

"20. Subject to the provisions of Companies Act, 2013, remunerate any person or company for services rendered, or to be rendered, in or about the formation or promotion of the Company, or the acquisition of property by the Company, or the conduct of its business".

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to sign, alter or modify the documents as may be required to be filed with Registrar of Companies and other concerned authority(ies), if any, and to do all acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

ITEM NO. 14: To approve the amendment to clause III (C) of the Memorandum of Association of the Company and in this regard, pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), in accordance with Table A of Schedule I of the Act, the consent of the members of the Company be and is hereby accorded for alteration of the Memorandum of Association ("MOA") of the Company by deleting the existing Clause III (C) of the MOA of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorised to sign, alter or modify the documents as may be required to be filed with Registrar of Companies and other concerned authority(s), if any, and to do all acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

ITEM NO. 15: To approve the alteration of the liability clause of the Memorandum of Association of the Company and in this regard, pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), in accordance with Table A of Schedule I of the Act, the consent of the members be and is hereby accorded to alter the existing Clause IV of the Memorandum of Association ("MOA") of the Company by substituting the following new Clause IV of the MOA:

"IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them."

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to sign, alter or modify the documents as may be required to be filed with Registrar of Companies and other concerned authority(s), if any, and to do all acts, deeds, matters and things as may be deemed necessary to give effect to above resolution."

ITEM NO. 16: To create charge on the assets of the Company and in this regard, pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT in supersession of resolution passed by the shareholders through postal ballot on July 9, 2014, and pursuant to Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013, and Rules made there under as may be amended, from time to time and Articles of Association of the Company, consent of the Company be and is hereby given to the Board of Directors for creation of mortgage / hypothecation / pledge/ charge/ security in any form or manner on the properties of the Company whether tangible, intangible or otherwise, both present and future, in favour of lenders including Banks, Financial Institutions, Investment Institutions, Mutual Funds, Trusts, other Bodies Corporate, Trustees for holders of debentures/ bonds and/ or other instruments to secure all credit facilities including rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non fund based facilities availed / to be availed by the Company or subsidiary or joint venture or associates of the Company and/ or for any other purpose, from time to time, together with interest, further interest thereon, compound interest in case of default, accumulated interest, liquidated damages, all other costs, charges and expenses payable by the Company or subsidiary or joint venture or associate of the Company (hereinafter collectively referred to as "the Loans"); provided that the total amount of loans shall not exceed ₹50,000/- Crores (Rupees Fifty Thousand Crore only), from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to negotiate and decide terms and conditions of security, finalise and execute all deeds, documents and writings as may be necessary, desirable or expedient, settle any question, difficulty or doubt that may arise in this regard, do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or desirable and to delegate all or any of these powers to any Committee of Directors or Managing Director or Wholetime Director or Director or any other officer of the Company or any other person."

ITEM NO. 17: To approve the payment of remuneration to Non-Executive Directors and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 149, 197, 198, Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with relevant rules made thereunder (including any statutory modification(s), enactment(s) or re- enactment(s) thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members be and is hereby accorded for the payment of upto ₹50,00,000/- (Rupees Fifty Lakhs only) per financial year, as remuneration including for the financial year 2021-22, to each Non-Executive Director including Independent Directors of the Company (i.e., Directors other than the Managing Director and/or the Whole-time Directors), in one or more tranches, from time to time, with an authority to the Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board), to determine the manner and amount be paid as remuneration to Non-Executive Directors including Independent Directors;

RESOLVED FURTHER THAT the above remuneration shall be in addition to the sitting fees payable to the Non-Executive Directors including Independent Directors for attending the meetings of the Board or any Committee thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and other meetings;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company, be and are hereby severally authorized to take necessary actions and do all the acts, things and deeds as may be required to give effect to the above resolution."

ITEM NO. 18: To approve the related party transaction(s) with Jindal Saw Limited and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Jindal Saw Limited ('JSL'), a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and JSL from time to time, for an aggregate amount of upto ₹2,270 crores to be entered during FY 2022-23, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising, amending the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps, in their absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the above mentioned officials, be and are hereby severally authorised to delegate all or any of the powers herein conferred, to any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by any authorised person , in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

ITEM NO. 19: To approve the related party transaction(s) with JSW International Tradecorp Pte Ltd. and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with JSW International Tradecorp Pte. Ltd. ('JITPL'), a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and JITPL from time to time, for an aggregate amount of upto ₹3,500 crores to be entered during FY 2022-23, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising, amending the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps, in their absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the above mentioned officials, be and are hereby severally authorised to delegate all or any of the powers herein conferred, to any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by any authorised person, in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

ITEM NO. 20: To approve the related party transaction(s) with JSPL Mozambique Minerals LDA and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with JSPL Mozambique Minerals LDA ('JMML'), a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and JMML from time to time, for an aggregate amount of upto ₹3,750 crores to be entered during FY 2022-23, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising, amending the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps, in their absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the above mentioned officials, be and are hereby severally authorised to delegate all or any of the powers herein conferred, to any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by any authorised person, in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

ITEM NO. 21: To approve the related party transaction(s) with Nalwa Steel and Power Limited and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Nalwa Steel and Power Limited ('NSPL'), a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and NSPL from time to time, for an aggregate amount of upto ₹3,435 crores to be entered during FY 2022-23, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising, amending the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps, in their absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the above mentioned officials, be and are hereby severally authorised to delegate all or any of the powers herein conferred, to any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by any authorised person, in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.""

ITEM NO. 22: To approve the related party transaction(s) with AL-General Metals FZE and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), the applicable provisions of the Companies Act, 2013 ('Act'), if any, read with related rules, if any, each as amended from time to time, the Company's Policy on Materiality of Related Party Transaction(s), the approval of the Company be and is hereby accorded to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with AL-General Metals FZE ('AGMF'), a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and AGMF from time to time, for an aggregate amount of upto ₹3,500 crores to be entered during FY 2022-23, provided that such contract(s)/arrangement(s)/transaction(s) shall always be carried out at arm's length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising, amending the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps, in their absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

RESOLVED FURTHER THAT the above mentioned officials, be and are hereby severally authorised to delegate all or any of the powers herein conferred, to any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution;

RESOLVED FURTHER THAT all actions taken by any authorised person, in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

By order of the Board

Registered Office
O. P. Jindal Marg,
Hisar– 125005 Haryana
CIN:L27105HR1979PLC009913
Place: New Delhi
Dated: August 30, 2022

Anoop Singh Juneja
Company Secretary
Membership No. F6383

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and pursuant to the General Circular no. 20/2020 dated May 5, 2020 read with 02/2022 dated May 5, 2022 (hereinafter referred as "MCA Circular"), issued by the Ministry of Corporate Affairs, physical attendance of the Members to the Annual General Meeting ("AGM") venue is not required. Hence, Members have to attend and participate in the ensuing AGM though VC/OAVM.

2. Pursuant to the MCA Circular, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013 ("the Act"), representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, who are allowed to attend the AGM without restriction on account of first come first served basis.

4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorised e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

5. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Explanatory Statement pursuant to Section 102 of the Act relating to the special businesses to be transacted at the meeting is annexed hereto.

7. All documents referred to in the accompanying Notice and the Explanatory Statement are available for inspection at the registered office of the Company at O.P. Jindal Marg, Hisar – 125 005, Haryana from September 10, 2022 to September 30, 2022 on office working days, from 10:30 a.m. to 1:30 p.m.

8. In line with the MCA circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.jindalsteelpower.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of CDSL (agency for providing the Remote Voting facility) i.e. www.evotingindia.com.

9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.

10. Members who have not registered their e-mail address with Company can now register the same by sending a communication to the Company or to the RTA, Alankit Assignments Limited. Members holding Shares in demat form are requested to register their e-mail address with their Depository Participants only.

11. A MEMBER ENTITLED TO ATTENDING AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

    Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

12. The Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

13. Corporate Members intending to send their authorised representatives to the provisions of attend the meeting are requested to send to the Company duly certified copy of the relevant Board resolution authorising such representative(s) to attend and vote on their behalf at the meeting.

14. Details of Directors seeking appointment/ re-appointment in AGM pursuant to Secretarial Standard on General Meetings (SS-2) and Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015, are given elsewhere in the Notice.

15. Pursuant to Section 101 and Section 136 of the Act read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository Participants. Members who have not registered their e-mail address with Company can now register the same by sending a communication to the Company or to the RTA, Alankit Assignments Limited. Members holding Shares in demat form are requested to register their e-mail address with their Depository Participants only.

16. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website www.jindalsteelpower.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

17. Members desiring any information/clarification on the accounts are requested to write to the Company at least seven days in advance. The same will be responded to by the Company suitably.

18. Members are requested to note that Alankit Assignments Limited, 4E/2, Jhandewalan Extension, New Delhi – 110 055, is the Registrar andTransfer Agent (RTA) to look after the work related to shares held in physical and dematerialised form.

19. Members are requested to immediately notify to the RTA any change in their address and/or bank mandate in respect of shares held in physical form and to their Depository Participants (DPs) in respect of shares held in the dematerialised form. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ RTA.

20. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website www.jindalsteelpower.com under the section investors.

21. Non-Resident Indian members are requested to inform Registrar and Transfer Agent, immediately of:

a. Change in their residential status on return to India for permanent settlement.

b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the Bank with pin code number.

22. Members holding shares in physical form are advised to convert their shareholding in dematerialised form with any depository participant.

23. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins at 9:00 a.m. on Tuesday, September 27, 2022 and ends at 5:00 p.m. on Thursday, September 29, 2022. Members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date i.e.Friday, September 23, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users of who have opted for CDSL's EASI / EASIEST facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providersi.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.

Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/ Registration/ EasiRegistration.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/Evoting Login The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders & physical shareholders.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Jindal Steel & Power Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi). There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutinizer and to the Company at the email address viz; investorcare@jindalsteel.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investorcare@jindalsteel.com The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investorcare@jindalsteel.com. These queries will be replied to by the Company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 1800225533.

OTHER INFORMATION

(A) The Members who have cast their votes by remote-voting prior to the AGM may also attend and participate in the proceedings of the AGM through VC/OAVM but shall not be entitled to cast their votes again.

(B) The members can opt for only one mode of voting i.e. remote e-voting or venue voting through VC/OAVM at the AGM. In case of voting by both the modes, vote cast through remote e-voting will be considered final and e-voting through VC/OAVM at AGM will not be considered.

(C) The Board of Directors have appointed Mr. Navneet K. Arora, (COP No. 3005) of M/s Navneet K Arora & Co. LLP, Company Secretaries, as Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM in a fair and transparent manner and to submit report thereon.

(D) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.jindalsteelpower.com and on the website of CDSL at www.evotingindia.com immediately after the result is declared.

(E) The Members holding equity shares in physical form are requested to intimate to the Registrar and Transfer Agent, Alankit Assignments Limited, 4E/2, Jhandewalan Extension, New Delhi – 110 055, regarding change of address, if any, at the earliest, quoting their registered folio number. Change of address in respect of shares held in dematerialised form is required to be intimated to the concerned Depository Participant.

(F). Members holding shares in more than one folio in identical order of names are requested to write to Registrar & Share Transfer Agent enclosing their share certificates to enable them to consolidate the holdings in one folio to facilitate better service.

(G). The Notice of the AGM has been sent through electronic mode to only those Members whose email IDs are registered with the Company/ Depository participant. Further, updates, if any, will be provided on the website of the Company at www.jindalsteelpower.com

DIVIDEND RELATED INFORMATION:

1. The Record Date for determining the names of Members eligible for dividend on Equity Shares, if declared at the AGM, is September 21, 2022.

2. With effect from 1 April 2020, the erstwhile dividend distribution tax (DDT) has been abolished and the dividend income is now taxable in the hands of shareholders. and the Company is required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. Shareholders are requested to refer to the Finance Act, 2022 and amendments thereof for the prescribed rates for various categories. To enable the Company to determine the appropriate TDS / withholding tax rate applicability, shareholders are requested to send the requisite documents to the Company/Registrar & Transfer Agent not later than September 20, 2022. No communication on the tax determination / deduction shall be entertained thereafter. The shareholders are requested to update their PAN with the Company/ RTA (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).

3. The Resident Non-Individual Members i.e. Insurance companies, Mutual Funds and Alternative Investment Fund (AIF) established in India and Non-Resident Non-Individual Members i.e. Foreign Institutional Investors and Foreign Portfolio Investors may alternatively submit the relevant forms / declarations / documents through their respective custodian who is registered on NSDL platform, on or before the aforesaid timelines.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 5: To ratify remuneration of the cost auditors for the financial year ending March 31, 2023

Pursuant to Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors should be ratified by the shareholders of the Company. The Board of Directors had, in its meeting held on May 30, 2022, on the basis of recommendations of the Audit Committee, approved the appointment of M/s Ramanath Iyer & Co. ,Cost Accountants (FRN000019), as the Cost Auditors to conduct audit of cost records of the Company for the financial year 2022-23 at a remuneration of ₹8,50,000/-(Rupees Eight Lakh Fifty Thousand Only) plus applicable taxes and out of pocket expenses, subject to ratification by shareholders.

None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise in this resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 for ratification by the members.

ITEM NO. 6 and 7: To approve the appointment of Mr. Ramkumar Ramaswamy (DIN:09675055), as Director and Wholetime Director of the Company.

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr. Ramkumar Ramaswamy as an Additional Director and subject to the approval of shareholders, as Wholetime Director for a period of 3 years w.e.f. July 15, 2022 on the terms and conditions as set out in the resolution set out in the item no. 7 above.

Pursuant to the provisions of Section 160 of the Companies Act, 2013 ("the Act"), Mr. Ramkumar Ramaswamy as an Additional Director, will hold office upto ensuing Annual General Meeting of the Company. Therefore, the Board recommends the appointment of Mr. Ramkumar Ramaswamy as Director of the Company for the approval of the members by way of an Ordinary Resolution.

Pursuant to Sections 196, 197, 203 and other applicable provisions, if any, of the Act and Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of Mr. Ramkumar Ramaswamy, requires approval of the Members by way of an Ordinary Resolution.

Mr. Ramkumar Ramswamy is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and has given his consent to act as Director.

The other information as required under (a) Secretarial Standard on General Meetings (SS-2) in relation to the appointment or re-appointment of directors and (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; are given elsewhere in the Notice.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ramkumar Ramswamy, Wholetime Director/ his relatives who are interested in the resolutions set out in item No. 6 and item no. 7 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions as set out in item no. 6 and 7 of the notice for approval by the members.

ITEM NO. 8 and 9: To approve the appointment of Mr. Sunil Kumar Agrawal (DIN: 00424408), as Director and Wholetime Director of the Company.

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr. Sunil Kumar Agrawal as an Additional Director and subject to the approval of shareholders, as Wholetime Director for a period of 3 years w.e.f. July 15, 2022 on the terms and conditions as set out in the resolution set out in the item no. 9 above.

Pursuant to the provisions of Section 160 of the Companies Act, 2013 ("the Act"), Mr. Sunil Kumar Agrawal, as an Additional Director, will hold office upto ensuing Annual General Meeting of the Company. Therefore, the Board recommends the appointment of Mr. Sunil Kumar Agrawal as Director of the Company for the approval of the members by way of an Ordinary Resolution.

Pursuant to Sections 196, 197, 203 and other applicable provisions, if any, of the Act and Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of Mr. Sunil Kumar Agrawal, requires approval of the Members by way of an Ordinary Resolution.

Mr. Sunil Kumar Agrawal is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and has given his consent to act as Director.

The other information as required under (a) Secretarial Standard on General Meetings (SS-2) in relation to the appointment or re-appointment of directors and (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; are given elsewhere in the Notice.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Sunil Kumar Agrawal, Wholetime Director/ his relatives who are interested in the resolutions set out in item No. 8 and item no. 9 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions as set out in item no. 8 and 9 of the notice for approval by the members.

ITEM NO. 10 and 11: To approve the appointment of Mr. Bimlendra Jha (DIN: 02170280), as Director and Managing Director of the Company.

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee, approved the appointment of Mr. Bimlendra Jha as an Additional Director and subject to the approval of shareholders, as Managing Director for a period of 5 years w.e.f. August 14, 2022 on the terms and conditions as set out in the resolution set out in the item no. 11 above.

Pursuant to the provisions of Section 160 of the Companies Act, 2013 ("the Act"), Mr. Bimlendra Jha as an Additional Director, will hold office upto ensuing Annual General Meeting of the Company. Therefore, the Board recommends the appointment of Mr. Bimlendra Jha as Director of the Company for the approval of the members by way of an Ordinary Resolution.

Pursuant to Sections 196, 197, 203 and other applicable provisions of the Act and Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of Mr. Bimlendra Jha, requires approval of the Members by way of an Ordinary Resolution.

Mr. Bimlendra Jha is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and has given his consent to act as Director.

The other information as required under (a) Secretarial Standard on General Meetings (SS-2) in relation to the appointment or re-appointment of directors and (b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; are given elsewhere in the Notice.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Bimlendra Jha, Managing Director/ his relatives who are interested in the resolutions set out in item No. 10 and item no. 11 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions as set out in item no. 10 and 11 of the notice for approval by the members.

ITEM NO. 12, 13, 14 and 15: To approve the amendment to clause III (A) clause III (B), Clause III (C) of Memorandum of Association ("MOA")of the Company and alteration of liability clause of the MOA of the Company of the Company

The Memorandum of Association of the Company ("MOA") was framed as per the the form prescribed under the Companies Act, 1956 and contain references to specific sections of Companies Act, 1956. Pursuant to the applicability of the Companies Act, 2013, it is necessary to align the provisions of the MOA to the prescribed provisions of the Companies Act, 2013 ("the Act").

Further, the main objects are proposed to be altered as the Company looks towards widening the sphere of its main business and activities to cover purchase, sale, manufacture, process, import, export, buying, selling, trading, distribution, deal in, to act as indent or agents, merchants, commission agent, distributors, wholesalers, retailers, broker, contractor, or otherwise deal with raw and process materials, semi products and end products of coal, iron ore, pellets, coke, limestone, bauxite, mica, manganese, gypsum, sulphur, iron, aluminium, copper, lead, zinc and metals of all kinds, grades, description & specification and other allied items.

In view of the said requirements and to widen the scope of activities of the main objects of the Company, the Objects Clause is proposed to be amended as follows: i. The Objects Clause will now have 2 parts viz. Part A – "The Objects to be pursued by the Company on its incorporation" and Part B – "Matters which are necessary for furtherance of the Objects specified in Clause III(A)"

The existing Part B of Clause III of the MOA is proposed to be retained except that the reference to various sections of the Companies Act, 1956 are proposed to be replaced with the reference to the corresponding sections of the Act. The existing Part C of Clause III of the MOA – "Other Objects" is proposed to be deleted.

The liability clause has been re-stated under the Act, and hence, it is necessary to align the liability clause of the MOA to the prescribed provisions of the Companies Act, 2013. In view of the said requirements, it is proposed to replace the existing Clause IV – Liability Clause of the MOA with a re-stated clause as prescribed under the Act.

Copies of the existing and amended Memorandum of Association will be available for inspection by shareholders during business hours at the registered office of the Company for 21 days before the Annual General Meeting. Any alteration of the MOA of the Company requires approval of the shareholders of the Company by means of a Special Resolution under section 13 of the Companies Act, 2013.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, who are interested in the resolutions set out in item no. 12, 13, 14 and 15 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Special Resolutions as set out in item no. 12, 13, 14 and 15 of the notice for approval by the members.

ITEM NO. 16: To create charge on the assets of the Company

The Shareholders of the Company vide their resolution passed by postal ballot as on July 9, 2014, authorised the Board to create charge on the assets of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013 ("the Act") in favour of lenders for the various fund based or non-fund based facilities availed by the Company.

The Board of Directors in its meeting held on August 30, 2022 considering the requirement for creating charge on the assets of the Company for the fund based or non-fund based facilities to be availed by the subsidiaries, joint venture or associate companies for the ongoing expansion projects carried on by such companies, approved to approach to members of the Company for seeking their approval for authorising the Board to create charge on the assets of the Company pursuant to Section 180(1)(a) of the Act, in favour of lenders for the various fund based or non-fund based facilities availed by the subsidiary, joint venture or associates of the Company in addition to the Company as earlier approved by the members of the Company vide their resolution passed by postal ballot as on July 9, 2014.

This requires the approval of the members of the Company by way of Special Resolution in terms of the provisions of the Section 180(1)(a) of the Act.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives,is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution as set out in item no. 16 of the notice for approval by the members.

ITEM NO. 17: To approve the payment of remuneration to Non-Executive Directors

Considering the rich experience and expertise brought to the Board by the Non-Executive Directors, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, in their meeting held on August 30, 2022, considered the payment upto ₹50,00,000/- (Rupees Fifty Lakhs only) per financial year, as remuneration including for the financial year 2021-22, to each Non-Executive Director including Independent Directors of the Company (i.e., Directors other than the Managing Director and/or the Whole-time Directors), in one or more tranches from time to time and recommended the same for the approval of the members of the Company by way of an Ordinary Resolution.

Members may note that the role, responsibilities, and participation of the Non-Executive Directors in the affairs of the Company have increased over a period of time. The compensation payable to the Non-Executive Directors should therefore be commensurate with their increased roles and responsibilities.

In terms of the provision of Section 197 Companies Act, 2013 ("the Act"), the remuneration payable to Non-Executive Directors shall not exceed 1% per annum of the net profits of the Company, calculated in accordance with the applicable provisions of the Section 198 of the Act including any Schedules and the relevant rules thereof. The payment of remuneration shall be in addition to the sitting fees for attending Board/Committee meetings.

In terms of the provisions of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015, the payment of remuneration to Directors require the approval of the members of the Company.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Dr. Bhaskar Chatterjee, Mrs. Shivani Wazir Pasrich, Ms. Kanika Agnihotri and Mr. Sanjay Kapur, Independent Directors/ their Relatives who are interested in the resolution set out in item No. 17 of this notice, are, in any way, concerned or interested, financially or otherwise, in this resolution

The Board recommends the Ordinary Resolution as set out in item no. 17 of the notice for approval by the members.

ITEM NO. 18, 19, 20,21 AND 22: To approve the related party transaction(s)

As per Section 188 of the Companies Act, 2013 ("the Act"), transactions with related parties which are on Arm's length basis and in ordinary course of business, are exempted from the obligation of obtaining prior approval of the members.

However, as per the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, all related party transactions (RPTs) with an aggregate value exceeding Rs. 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall require prior approval of shareholders. The said limits are applicable, even if the transactions are in the ordinary course of business of the Company and at an arm's length basis. As per the amended Regulation 2(1)(zc) of the SEBI Listing Regulations , RPTs now include a transaction involving transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

Accordingly, the transactions with related party of the Company and of its subsidiaries exceeding the aforesaid threshold of ₹1000 crores or 10% of the annual consolidated turnover as per the last audited financial statements, whichever is lower, and classified as material related party transactions (MRPT), are being placed for the approval of the members of the Company as set out in resolution no. 18, 19, 20, 21 and 22 by way of Ordinary Resolutions.

The Audit Committee, after reviewing all necessary information, had unanimously granted approval for entering into the MRPTs subject to the conditions that the same will be on an arms' length basis and in the ordinary course of business as per the policy on related party transactions of the Company.

MRPT with Jindal Saw Limited (JSL)

The Company had in past entered into transactions, (including but not limited to sale and purchase of steel and steel products) with Jindal Saw Limited (JSL), a listed company and a related party of the Company, which would fall under the category of MRPT. It is likely that similar transactions would continue during the financial year 2022-23, requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to seek your approval to the MRPT with JSL upto an aggregate amount of ₹2,270 crores during the financial year 2022-23.

As per the SEBI circular number SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the information as placed before the Audit Committee for approval of MRPTs is provided as under:

S. No.	Particular	Details
1.	Type, material terms and particulars of the proposed transaction	The transaction involves sale/purchase of Steel & Steel products; rendering of services, receipt of services and other transactions for business purpose from/to JSL during FY 2022-23, aggregating to ₹2,270 crores.
2.	Name of the related party and its relationship	Jindal Saw Limited, a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations
3.	Tenure of the proposed transactions	Financial year 2022-23
4.	Value of the proposed transaction	₹2,270 crores in aggregate.

S. No.	Particular	Details
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year	Company's Annual consolidated turnover: ₹56,921 Crores Proposed transactions value for the financial year 2022-23: ₹2,270 crores Percentage of annual consolidated turnover: 3.99%
6.	Transaction relates to any loans, inter-corporate deposits	Not Applicable
7.	Justification as to why the RPT is in the interest of the Company	JSL is leading global manufacturer and supplier of Iron & Steel pipe products, fittings and accessories. The products of Company are used as raw material for the JSL's products. Therefore, the Company may enter into these transactions with JSL in order to find end market customers for its products. Also, given the Company is setting up a Slurry pipeline, the Company may look to procure relevant pipes from JSL, if available at competitive prices. Transactions will always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders.
8.	A copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable as the transaction will be entered on the arm's length basis and on the basis of prevailing competitive market price

MRPT with JSW International Tradecorp Pte. Ltd. (JITPL)

The Company had in past entered into transactions, (including but not limited to procurement of coal, coking coal, coke and other raw materials) with JSW International Tradecorp Pte. Ltd. (JITPL), and a related party of the Company, which would fall under the category of MRPT. It is likely that similar transactions would continue during the financial year 2022-23, requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to seek your approval to the MRPT with JITPL upto an aggregate amount of ₹3,500 crores during the financial year 2022-23.

As per the SEBI circular number SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the information as placed before the Audit Committee for approval of MRPTs is provided as under:

S. No.	Particular	Details
1.	Type, material terms and particulars of the proposed transaction	The transaction involves procurement of coal, coking coal, coke and other raw materials; rendering of services, receipt of services and other transactions for business purpose from/to JITPL during the FY 2022-23, aggregating to ₹3,500 crores.
2.	Name of the related party and its relationship	JSW International Tradecorp Pte. Ltd., a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations.
3.	Tenure of the proposed transactions	Financial year 2022-23
4.	Value of the proposed transaction	₹3,500 crores in aggregate.
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year	Company's Annual consolidated turnover: ₹56,921 Crores Proposed transactions value for the financial year 2022-23: ₹3,500 Crores Percentage of annual consolidated turnover: 6.15%
6.	Transaction relates to any loans, inter-corporate deposits	Not Applicable
7.	Justification as to why the RPT is in the interest of the Company	JSW International Tradecorp Pte. Limited ("JITPL") domiciled in Singapore, is a JSW Group Company primarily engaged in trading and distribution of various commodities for Metal and Mining sector. JSW Group requires large quantities of coal, iron ore, fluxes and other inputs for use in its manufacturing operations. A significant portion of these inputs are required to be sourced by them from overseas. The Company also requires these raw materials and inputs. As JITPL is well positioned to bring greater efficiency, synergies, cost reduction and simplification, the Company enters into business transactions with JITPL. This arrangement enables the Company to focus on the core business with procurement of raw materials being handled by JITPL. This arrangement for procurement of these key inputs enables the Company to also secure better terms and discounts to index prices from suppliers as JITPL is able to consolidate the requirements of the Company as well as of third-party entities. Transactions will always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders.

S. No.	Particular	Details
8.	A copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable as the transaction will be entered on the arm's length basis and on the basis of prevailing competitive market price

MRPT with JSPL Mozambique Minerals LDA (JMML)

The Company in its ordinary course of business and on arm's length basis procures coking coal, Coal, coke and other raw materials and enters other transactions for business with JMML. The transaction proposed to be entered may exceed the limits provided for Material Related Party Transactions as prescribed under regulation 23 of the SEBI Listing Regulations.

Accordingly, considering such possibility, it is proposed to seek your approval to the MRPT with JMML upto an aggregate amount of ₹3,750 crores during the financial year 2022-23, subject to approval of shareholders at the ensuing annual general meeting.

As per the SEBI circular number SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the information as placed before the Audit Committee for approval of MRPTs is provided as under:

S. No.	Particular	Details
1.	Type, material terms and particulars of the proposed transaction	The transaction involves procurement of coking coal, Coal, coke and other raw materials; rendering of services, receipt of services and other transactions for business purpose from/to JMML during FY 2022-23, aggregating to ₹3,750 crores.
2.	Name of the related party and its relationship	JSPL Mozambique Minerals LDA, a step down subsidiary of the Company. The Company indirectly holds 97.50% stake in JMML.
3.	Tenure of the proposed transactions	Financial year 2022-23
4.	Value of the proposed transaction	₹3,750 crores in aggregate.
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year	Company's Annual consolidated turnover: ₹56,921 Crores Proposed transactions value for the financial year 2022-23: ₹3,750 crores Percentage of annual consolidated turnover: 6.59 %
6.	Transaction relates to any loans, inter-corporate deposits	Not Applicable
7.	Justification as to why the RPT is in the interest of the Company	JMML, is a step down subsidiary of the Company, carrying the exploration and extraction of minerals, mainly coal, and is also involved in other trading activities of importing and exporting minerals. Procurement of Coal or other raw materials from JMML, not only ensures a stable supply of raw materials by value, but also provides assurance of quality and flexibility with respect to our sourcing during the volatility of supplies. Transactions will always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders.
8.	A copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable as the transaction will be entered on the arm's length basis and on the basis of prevailing competitive market price

MRPT with Nalwa Steel and Power Limited (NSPL)

The Company had in past entered into transactions, (including but not limited to sale and purchase of steel and steel products) with Nalwa Steel and Power Limited (NSPL), a related party of the Company, which would fall under the category of MRPT. It is likely that similar transactions would continue during the financial year 2022-23, requiring prior approval of shareholders. Accordingly, considering such possibility, it is proposed to seek your approval to the MRPT with NSPL upto an aggregate amount of ₹3,435 crores during the financial year 2022-23.

As per the SEBI circular number SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the information as placed before the Audit Committee for approval of MRPTs is provided as under:

S. No.	Particular	Details
1.	Type, material terms and particulars of the proposed transaction	The transaction involves sale/purchase of Steel and Steel products, power or other raw materials used in making of steel; rendering of services, receipt of services and other transactions for business purpose from/ to NSPL during FY 2022-23, aggregating to ₹3,435 crores.
2.	Name of the related party and its relationship	Nalwa Steel and Power Limited, a promoter group entity of the Company
3.	Tenure of the proposed transactions	Financial year 2022-23

S. No.	Particular	Details
4.	Value of the proposed transaction	₹3,435 crores in aggregate.
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year	Company's Annual consolidated turnover: ₹56,921 Crores Proposed transactions value for the financial year 2022-23: ₹3,435 crores Percentage of annual consolidated turnover: 6.03 %
6.	Transaction relates to any loans, inter-corporate deposits	Not Applicable
7.	Justification as to why the RPT is in the interest of the Company	NSPL is a steel making company. The products of the Company may be used as raw material for the NSPL products and products being produced/traded by NSPL may be bought/onward sold/traded by the Company. Transactions will always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders.
8.	A copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable as the transaction will be entered on the arm's length basis and on the basis of prevailing competitive market price

MRPT with AL-General Metals FZE (AGMF)

The Company in its ordinary course of business and on arm's length basis procures coking coal, Coal, coke and other raw materials and enters other transactions for business with AGMF. The transaction proposed to be entered may exceed the limits provided for Material Related Party Transactions as prescribed under regulation 23 of the SEBI Listing Regulations.

Accordingly, considering such possibility, it is proposed to seek your approval to the MRPT with AGMF upto an aggregate amount of ₹3,500 crores during the financial year 2022-23.

As per the SEBI circular number SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, the information as placed before the Audit Committee for approval of MRPTs is provided as under:

S. No.	Particular	Details
1.	Type, material terms and particulars of the proposed transaction	The transaction involves procurement of coking coal, coal, coke and other raw materials; rendering of services, receipt of services and other transactions for business purpose from/to AGMF during FY 2022-23, aggregating to ₹3,500 crores.
2.	Name of the related party and its relationship	AL-General Metals FZE, a related party of the Company under Regulation 2(1) (zb) of the SEBI Listing Regulations.
3.	Tenure of the proposed transactions	Financial year 2022-23
4.	Value of the proposed transaction	₹3,500 crores in aggregate.
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year	Company's Annual consolidated turnover: ₹56,921 Crores Proposed transactions value for the financial year 2022-23: ₹3,500 crores Percentage of annual consolidated turnover: 6.15 %
6.	Transaction relates to any loans, inter-corporate deposits, advance or investment	Not Applicable
7.	Justification as to why the RPT is in the interest of the Company	AGMF, is carrying trading of ferrous & non-ferrous metals, firewood, coal & related products and other materials. AGMF is also the marketing arm of a big coking coal mining company . Procurement of Coal or other raw materials from AGMF, not only ensures a stable supply of raw materials by value, but also provides assurance of quality and flexibility with respect to our sourcing during the volatility of supplies. Procurement from AGMF ensures that the Company's operations may never be hampered due to lack of coal availability subject to other factors/parameters remaining constant. Transactions will always be based on the business expediency, on arm's length basis, in ordinary course of business and in the interest of all stakeholders.

S. No.	Particular	Details
8.	A copy of the valuation or other external party report, if any such report has been relied upon.	Not applicable as the transaction will be entered on the arm's length basis and on the basis of prevailing competitive market price

The above MRPTs to be entered into shall always be based on arm's length price basis in accordance with the policy on related party transactions of the Company.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Naveen Jindal, Whole-time Director designated as Chairman/ his relatives who are interested in the resolutions set out in item No. 18, 19, 20, 21 and 22 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolutions as set out at Item No. 18, 19, 20, 21 and 22 of the Notice for approval by the members.

By order of the Board

Anoop Singh Juneja
Company Secretary &
Compliance Officer
Membership No. F6383

Registered Office
O. P. Jindal Marg,
Hisar– 125005 Haryana
CIN:L27105HR1979PLC009913
Place: New Delhi
Dated: August 30, 2022

Details of the Directors seeking re-appointment at the 43rd Annual General Meeting

{In pursuance of Regulation 36(3) of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015 and
Secretarial Standard on General Meetings (SS-2)}

1. Mr. Dinesh Kumar Saraogi (DIN:06426609)

Name of Director	**Dinesh Kumar Saraogi**
i) Date of Birth/Age	01.06.1958/ 64
ii) Qualifications	Bachelor's Degree in Mechanical Engineering from the Government Engineering College, Jabalpur
iii) Experience	Mr. Dinesh Kumar Saraogi is the one of the senior most employees of the JSP, currently serving as Group Chief Executive Officer – Steel. He is also an Executive Director on the Board of the Company. His professional experience spans more than 41 years, out of which he has been associated with Jindal Group for more than 34 years, wherein he has served the organization in various capacities, at JSP's operating units at Angul, Raigarh, Patratu, Barbil, Raipur Machinery Division, Cement Plant, Steel Structural Division, Punjipatra etc. Mr. Saraogi holds a degree in Mechanical Engineering from the Government Engineering College, Jabalpur, having qualified in the year 1981. Mr. Saraogi started his career in Jindal group with Jindal Hisar, Haryana, in Nov. 1988, where he successfully commissioned the pilot plant facilities for the production of Sponge Iron / Pig Iron and Ferro-alloys using Rotary Kiln for pre-reduction followed by smelting in Submerged Arc Furnace. He was then transferred to Raigarh, Chhattisgarh, where he successfully executed a variety of assignments including operations, maintenance, projects assigned to him. In 2007, Mr. Saraogi was entrusted with setting up a 6 MTPA mega Steel & Power Project at Angul (Orissa). Subsequently, he was given the charge of the Oman operations, after the acquisition of Shadeed Iron and Steel LLC in July 2010. Under his leadership, the plant started production almost five months ahead of schedule with the production of Hot Briquetted Iron (HBI) on December 05, 2010. Mr. Saraogi was transferred back to Angul in 2012, to complete the green field task again. He spearheaded this project and installed the largest SMS Electric Arc Furnace plant & the widest Plate Mill in the world. In Feb 2018, after the successful accomplishment of 6 MT integrated Steel plant at Angul, Mr. Saraogi took the challenge of full capacity utilization at JSP, Raigarh. Mr. Saraogi was again transferred from Raigarh to Angul in April'22 as a CEO-Steel.
iv) Terms and Conditions of Re-appointment	As per the resolution
v) Details of Remuneration sought to be paid	N.A.
vi) Last Remuneration drawn	₹236.84 Lakhs
(vii) Date of first appointment on the Board	09/11/2012
viii) No. of shares held	52,157
ix) Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.
x) No. of Board Meetings attended/held during Financial Year 2021-22	10/14
xi) Directorships held in other companies	OPJU Innovation Centre
xii) Chairman/Member of the Committee of the Board of Directors of the Company	Member-Corporate Management Committee Member- Health, Safety, CSR, Sustainability and Environment Committee
Committee position held in other companies	NA
a. Audit Committee	Nil
b. Stakeholders' Relationship Committee	Nil

2. Mr. Ramkumar Ramaswamy (DIN:09675055)

Name of Director	**Mr. Ramkumar Ramaswamy (DIN:09675055),**
i) Date of Birth/Age	19.08.1975/ 47
ii) Qualifications	B.com and Chartered Accountant
iii) Experience	Mr. Ramkumar Ramaswamy is a seasoned finance professional and brings with him a rich and varied leadership experience of over 25 years, leading finance teams in high growth business environments, driving for growth and profitability in mature markets, driving business turnaround, long - term strategy development, designing and implementing governance, risk management and financial control frameworks, digital transformation, organisational design, large scale change management and coaching teams in multi- cultural environments. He brings with him rich functional experience across sales & marketing, supply chain, controllership, financial planning and analysis, treasury, investments, tax, shared services and digital transformation. Mr. Ramkumar has diverse industry experience in FMCG, Chemicals, Oil & Gas, metals, minerals, and natural resources. He has worked in Hindustan Unilever, Cadbury's, Shell and Vedanta. Mr. Ramkumar Ramaswamy was appointed as the Chief Financial Officer of the Company w.e.f. May 21, 2022.
iv) Terms and Conditions of appointment/ re- appointment	As per the resolution
v) Details of Remuneration sought to be paid	As per the resolution
vi) Last Remuneration drawn	N.A.
(vii) Date of first appointment on the Board	July 15, 2022
viii) No. of shares held	Nil
ix) Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.
x) No. of Board Meetings attended/held during Financial Year 2021-22	N.A.
xi) Directorships held in other companies	Nil
xii) Chairman/Member of the Committee of the Board of Directors of the Company	Member- Stakeholders' Relationship Committee
Committee position held in other companies	N.A.
a. Audit Committee	Nil
b. Stakeholders' Relationship Committee	Nil
c. Other Committees	Nil

3. Mr. Sunil Kumar Agrawal (DIN: 00424408)

Name of Director	**Mr. Sunil Kumar Agrawal (DIN: 00424408)**
i) Date of Birth/Age	26.08.1969/53
ii) Qualifications	Chartered Accountant
iii) Experience	Mr. Sunil Kumar Agrawal is a Chartered Accountant, having experience of close to 30 years in the Corporate Finance function. Mr. Agrawal joined the Company in May, 1993. He has served for almost 30 years, having joined the machinery division of the Company initially, followed by the Mining division. Thereafter, Mr. Sunil Agrawal joined the Power division and served across various positions in the finance function. Presently, Mr. Sunil Agrawal is Head of Group Accounts for the Company, leading the accounting function and driving various key initiatives as a member of the finance team of the Company.
iv) Terms and Conditions of appointment/ re- appointment	As per the resolution
v) Details of Remuneration sought to be paid	As per the resolution
vi) Last Remuneration drawn	N.A.

Name of Director	Mr. Sunil Kumar Agrawal (DIN: 00424408)
(vii) Date of first appointment on the Board	July 15, 2022
viii) No. of shares held	29,400
ix) Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A
x) No. of Board Meetings attended/held during Financial Year 2021-22	N.A
xi) Directorships held in other companies	1. Jindal Steel Odisha Limited 2. Etalin Hydro Electric Power Company Limited 3. Attunli Hydro Electric Power Company Limited 4. Jindal Hydro Power Limited 5. Kamala Hydro Electric Power Company Limited 6. Jindal Power Transmission Limited 7. Jindal Power Distribution Limited 8. Kineta Power Limited 9. Uttam Infralogix Limited
xii) Chairman/Member of the Committee of the Board of Directors of the Company	N.A.
Committee position held in other companies	N.A.
a. Audit Committee	Nil
b. Stakeholders' Relationship Committee	Nil
c. Other Committees	Nil

4. Mr. Bimlendra Jha (DIN: 02170280),

Name of Director	Mr. Bimlendra Jha (DIN: 02170280)
i) Date of Birth/Age	08.09.1967/55
ii) Qualifications	B. Tech from IIT BHU, Post Graduate Diploma in Business Management from XLRI Jamshedpur
iii) Experience	Mr. Bimlendra Jha has served in Steel industry for 3 decades and has his fingerprints over most flagship programs at Tata Steel. As Executive Chairman Long Products Europe (now British Steel), he led a rescue, turnaround and sale of business saving thousands of jobs in UK and France. He later led the £15 bn restructuring of British Steel Pension Scheme to de-risk the business in Europe against formidable political odds. Mr Jha then returned to India in 2019 as MD & CEO of Ambuja Cement Limited before embarking on an entrepreneurial journey in 2020. Mr. Jha has vast experience in strategic portfolio restructuring, Theory of Constraints, supply chain transformation, market development, sales and brand management, innovation management, equipment manufacturing and Steel plant operations. He invented the Aspire program at Tata Steel developing a practical framework for leveraging TOC, TQM, TPM, Six Sigma and EVA governance in a unified framework. In the award of Deming Grand Prize to Tata Steel, case studies from his integrated approach were well appreciated by the examiners as contributors of new knowledge in the company's improvement journey. He created an easy to grasp training program for these improvement concepts and developed trainers to educate more than 40,000 employees at Tata Steel. Mr. Bimlendra Jha has served on the Board of Tata Group Innovation forum, Tata Steel Europe, Energy & Climate Change Board of CBI in UK and several others in India and Europe. He is deeply passionate about green alternatives for the industry and water conservation.
iv) Terms and Conditions of appointment/ re- appointment	As per the resolution

Name of Director	Mr. Bimlendra Jha (DIN: 02170280)
v) Details of Remuneration sought to be paid	As per the resolution
vi) Last Remuneration drawn	N.A.
(vii) Date of first appointment on the Board	August 14, 2022
viii) No. of shares held	1
ix) Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.
x) No. of Board Meetings attended/held during Financial Year 2021-22	N.A.
xi) Directorships held in other companies	1. Kross Innovations Private Limited 2. Ignitingminds Guru Private Limited 3. Mechi Healthcare Private Limited
xii) Chairman/Member of the Committee of the Board of Directors of the Company	Member- Health, Safety, CSR, Sustainability and Environment Committee Member- Audit Committee Member- Stakeholders' Relationship Committee Member- Risk Management Committee Member- Corporate Management Committee
Committee position held in other companies	N.A.
a. Audit Committee	Nil
b. Stakeholders' Relationship Committee	Nil
c. Other Committees	Nil

ROUTE MAP AND PROMINENT LANDMARK OF AGM VENUE

In view of the extraordinary circumstances due to COVID-19 pandemic prevailing in the country, MCA had clarified that social distancing is a pre-requisite in the current scenario and in reference to clarifications/Guidance on applicability of Secretarial Standards on General Meetings(SS-2) dated April 15,2020, the Company will hold the AGM through VC/OAVM, without the physical presence of the Members. In view of the directions from MCA, the Meeting is being convened through VC/OAVM and physical presence of the Members is not required at the venue.