



February 13, 2017

BSE Limited  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort, Mumbai – 400 001  
# 022 - 2272 3121, 2037, 2041,  
3719, 2039, 2272 2061  
corp.relations@bseindia.com  
**Security Code No.: 532508**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor,  
Plot no. C/1, G Block  
Bandra-Kurla Complex, Bandra(E),  
Mumbai-400051  
# 022 -2659 8237, 8238, 8347, 8348  
cm1ist@nse.co.in

**Security Code No. : JSL**

**Sub: Details of Voting Results at Extra-ordinary General Meeting of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results of the Extra-ordinary General Meeting ("EGM") of the Company held on Saturday, February 11, 2017 at it Registered Office at O.P. Jindal Marg, Hisar- 125005, Haryana, along with Scrutinizer's Report, are enclosed as per the prescribed format.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,  
For **Jindal Stainless Limited**

  
(Raajesh Kumar Gupta)  
Company Secretary

Encl: As above



**Jindal Stainless Limited**

CIN: L26922HR1980PLC010901

Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi - 110066 India

Registered Office: O. P. Jindal Marg, Hisar - 125005 (Haryana) India

T: +91 11 26188340 - 50 F: +91 11 41659169, 26101562 E: info@jindalstainless.com Website: www.jslstainless.com / www.jindalstainless.com

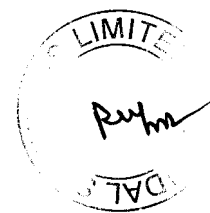
**Details of Voting Result**

Date of the EGM	Saturday, 11th February, 2017
Total number of shareholders on record date (i.e. 04.02.2017 cut-off date for e-voting)	45,938
No. of Shareholders present in the meeting either in person or through proxy:	
• Promoters and Promoter Group	
- In person	Nil
- In proxy	3
- Authorized Representative of Body Corporate	23
• Public	
- In person	36
- In proxy	1
- Authorized Representative of Body Corporate	0
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged

**AGENDA-WISE VOTING RESULTS**  
**In case of E-voting/Physical Ballot/Poll**

The mode of voting for all resolution was e-voting, physical ballot and poll conducted at the meeting.

Item No.	Detail of the Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (E-voting / Physical Ballot /Poll)	Remarks
1	Increase in the Authorized Share Capital and alteration in the Capital Clause of Memorandum of Association of the Company.	Ordinary	E -voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.
2	Issuance and allotment of 6,39,38,606 Equity Shares having face value of Rs. 2 each of the Company to Banks and Financial Institutions on preferential basis.	Special	E -voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.
3	Issuance and allotment of 1,91,81,586 Warrants ("CCW") to promote group entity on preferential basis.	Special	E -voting/ Physical Ballot/Poll	The resolution was passed with requisite majority.



5	Issue and allotment of 16,49,44,334 Optionally Convertible Redeemable Preference Shares (OCRPS) of the Company upon conversion of part of Funded Interest Term Loan to Banks and Financial Institutions.	Special	E -voting/ Physical Ballot/Poll	The resolution was passed with requisite majority
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## Resolution (1)

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary					
Description of resolution considered		Increase in the Authorized Share Capital and Alteration in the Capital Clause of Memorandum of Association of the Company.		No					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		282855299	100.0000	282855299	0	100.0000	0.0000	0
	Poll Postal Ballot (if applicable)	282855299*	0	0.0000	0	0	0.0000	0.0000	0
	Total	282855299	282855299	100.0000	282855299	0	100.0000	0.0000	0
Public-Institutions	E-Voting		6056361	12.3099	6056361	0	100.0000	0.0000	0
	Poll Postal Ballot (if applicable)	49198949	0	0.0000	0	0	0.0000	0.0000	0
	Total	49198949	6056361	12.3099	6056361	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting		12033	0.0242	10463	1570	86.9525	13.0475	0
	Poll Postal Ballot (if applicable)	49811172**	31452	0.0631	31442	10	99.9682	0.0318	0
	Total	49811172	43485	0.0873	41905	1580	96.3666	3.6334	0
	Total	381865420	288955145	75.6694	288953565	1580	99.9995	0.0005	0
Whether resolution is Pass or Not									
Yes									

\*1,67,34,984 Shares representing 83,67,492 GDS held by Promoter and Promoter Group is not included above.

\*\* 8,69,350 Shares representing 4,34,675 GDS held by Public- Non Institution is not included above.



## Resolution (2)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Issuance and Allotment of 6,39,38,606 Equity Shares having face value of Rs. 2 (rupees two) each of the company to banks and financial institutions on preferential basis							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		282855299	100.0000	282855299	0	100.0000	0.0000	0
	Poll	282855299*	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	282855299	282855299	100.0000	282855299	0	100.0000	0.0000	0
Public- Institutions	E-Voting		6056361	12.3099	6056361	0	100.0000	0.0000	0
	Poll	49198949	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	49198949	6056361	12.3099	6056361	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting		12033	0.0242	10463	1570	86.9525	13.0475	0
	Poll	49811172**	31452	0.0631	31442	10	99.9682	0.0318	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	49811172	43485	0.0873	41905	1580	96.3666	3.6334	0
	Total	381865420	288955145	75.6694	288953565	1580	99.9995	0.0005	0
<b>Whether resolution is Pass or Not</b>									
Yes									

\* 1,67,34,984 Shares representing 83,67,492 GDS held by Promoter and Promoter Group is not included above.

\*\* 8,69,350 Shares representing 4,34,675 GDS held by Public- Non Institution is not included above.



### Resolution (3)

Resolution required: (Ordinary / Special)		Special								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Description of resolution considered		ISSUANCE AND ALLOTMENT OF 1,91,81,586 WARRANTS ("CCW") TO PROMOTER GROUP ENTITY ON PREFERENTIAL BASIS								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*100	(8)	
Promoter and Promoter Group	E-Voting		282855299	100.0000	282855299	0	100.0000	0.0000	0	
	Poll Postal Ballot (if applicable)	282855299*	0	0.0000	0	0	0.0000	0.0000	0	
	Total	282855299	282855299	100.0000	282855299	0	100.0000	0.0000	0	
Public- Institutions	E-Voting		6056361	12.3099	6056361	0	100.0000	0.0000	0	
	Poll Postal Ballot (if applicable)	49198949	0	0.0000	0	0	0.0000	0.0000	0	
	Total	49198949	6056361	12.3099	6056361	0	100.0000	0.0000	0	
Public- Non Institutions	E-Voting		12033	0.0242	10463	1570	86.9525	13.0475	0	
	Poll Postal Ballot (if applicable)	49811172**	31452	0.0631	31442	10	99.9682	0.0318	0	
	Total	49811172	43485	0.0873	41905	1580	96.3666	3.6334	0	
	Total	381865420	288955145	75.6694	288953565	1580	99.9995	0.0005	0	
Whether resolution is Pass or Not										
Yes										

\* 1,67,34,984 Shares representing 83,67,492 GDS held by Promoter and Promoter Group is not included above.

\*\* 8,69,350 Shares representing 4,34,675 GDS held by Public- Non Institution is not included above.

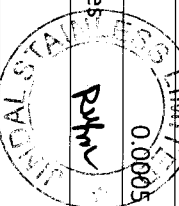


## Resolution (5)

Resolution required: (Ordinary / Special)		Special							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		ISSUANCE AND ALLOTMENT OF 16,49,44,334 OPTIONALLY CONVERTIBLE REDEMABLE PREFERENCE SHARES (OCRPS) OF THE COMPANY, UPON CONVERSION OF PART OF FUNDED INTEREST TERM LOAN, TO BANKS AND FINANCIAL INSTITUTIONS							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(6)
Promoter and Promoter Group	E-Voting		282855299	100.0000	282855299	0	100.0000	0.0000	0
	Poll Postal Ballot (if applicable)	282855299*	0	0.0000	0	0	0.0000	0.0000	0
	Total	282855299	282855299	100.0000	282855299	0	100.0000	0.0000	0
Public-Institutions	E-Voting		6056361	12.3099	6056361	0	100.0000	0.0000	0
	Poll Postal Ballot (if applicable)	49198949	0	0.0000	0	0	0.0000	0.0000	0
	Total	49198949	6056361	12.3099	6056361	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting		12033	0.0242	10463	1570	86.9525	13.0475	0
	Poll Postal Ballot (if applicable)	49811172**	31452	0.0631	31442	10	99.9682	0.0318	0
	Total	49811172	43485	0.0873	41905	1580	96.3666	3.6334	0
	Total	381865420	288955145	75.6694	288953565	1580	99.9995	0.0005	0
Whether resolution is Pass or Not									
Yes									

\*1,67,34,984 Shares representing 83,67,492 GDS held by Promoter and Promoter Group is not included above.

\*\* 8,69,350 Shares representing 4,34,675 GDS held by Public- Non Institution is not included above.



**Sandeep Garg**  
(B.A., L.L.B), Advocate  
Punjab & Haryana High Court

Chamber No. 299  
District Courts, Hisar  
Phone No. 01662-237949  
Mobile No. 98960-12463  
PAN: ADRPG2406N

Office cum Resi: H. No. 43, Aggarsain Colony, Ghora Farm Road, Hisar

**CONSOLIDATED SCRUTINIZER REPORT**

To,  
The Chairman,  
Extra-ordinary General Meeting of  
**JINDAL STAINLESS LIMITED**  
(CIN- L26922HR1980PLC010901)  
Registered Office: O.P. Jindal Marg, Hisar- 125005, Haryana

**Sub: Passing of Resolutions through Electronic Voting Facility and Physical Mode conducted at the Extra-Ordinary General Meeting (EGM) of Jindal Stainless Limited (JSL) held on 11th February, 2017.**

Dear Sir,

I, Sandeep Garg, Advocate, was appointed as the Scrutinizer by the sub-committee of Board of Directors of M/s Jindal Stainless Limited ("the Company") at its meeting held on 02<sup>nd</sup> February, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Amendment Rules, 2015, to conduct the e-voting process and to scrutinize the voting cast through Ballot/polling paper in respect of the resolutions passed at the EGM of the Company on 11th February, 2017.

The Company availed the e-voting facility of Central Depository Services (India) Limited ("CDSL") for extending the facility of remote e-voting to the Shareholders of the Company from 08<sup>th</sup> February, 2017 at 9.00 a.m. to 10<sup>th</sup> February, 2017 at 5.00 p.m. The CDSL e-voting platform was then blocked thereafter and the votes cast under e-voting facilities were then unblocked by me on 11th February, 2017 in the presence of two witnesses who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness: 1.

*Vinay Aggarwal*

2.

Signature:

Name: *Vinay Aggarwal.*

*Ajay Mittal*  
(Ajay Mittal)

At the EGM of the Company held on 11th February, 2017, the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not exercise e-voting facility, to record their votes through the poll process.

*Sandeep Garg*



**Sandeep Garg**  
(B.A., L.L.B), Advocate  
Punjab & Haryana High Court

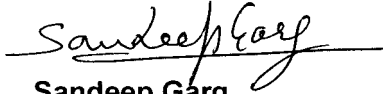
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Mobile No. 98960-12463  
PAN: ADRPG2406N

**Office cum Resi: H. No. 43, Aggarsain Colony, Ghora Farm Road, Hisar**

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I submit my Report as Annexure-A on the result of the voting through electronic means and physical mode in respect of the said Resolutions:

Thanking You.  
Yours faithfully,




**Sandeep Garg**  
**Advocate**

Place: Hisar

Date: February 11, 2017

Signed by



**Raajesh Kumar Gupta**  
**Company Secretary**

**Sandeep Garg**  
(B.A., L.L.B), Advocate  
Punjab & Haryana High Court

Chamber No. 299  
District Courts, Hisar  
Phone No. 01662-237949  
Mobile No. 98960-12463  
PAN: ADRPG2406N

Office cum Resi: H. No. 43, Aggarsain Colony, Ghora Farm Road, Hisar

**Item No. 1- Increase in the Authorized Share Capital and alteration in the Capital Clause of Memorandum of Association of the Company.**

Voting Method	Voting in Favour (Assent)			Voting Against (Dissent)			Invalid Votes	
	No. of members	No. of Votes casted	% to valid votes	No. of members	No. of Votes Casted	% to Valid Votes	No. of members Voting	No. of Votes Casted
E-Voting	66	28,89,22,123	99.99	1	1,570	0.01	0	0
Physical Ballot	34	31,442	99.97	1	10	0.03	0	0
Total	100	28,89,53,565	99.99	2	1,580	0.01	0	0

0

**Item No. 2- Issuance and allotment of 6,39,38,606 Equity Shares having face value of Rs. 2 each of the Company to Banks and Financial Institutions on preferential basis.**

Voting Method	Voting in Favour (Assent)			Voting Against (Dissent)			Invalid Votes	
	No. of members	No. of Votes casted	% to valid votes	No. of members	No. of Votes Casted	% to Valid Votes	No. of members Voting	No. of Votes Casted
E-Voting	66	28,89,22,123	99.99	1	1,570	0.01	0	0
Physical Ballot	34	31,442	99.97	1	10	0.03	0	0
Total	100	28,89,53,565	99.99	2	1,580	0.01	0	0

**Item No. 3- Issuance and allotment of 1,91,81,586 Warrants ("CCW") to promote group entity on preferential basis.**

Voting Method	Voting in Favour (Assent)			Voting Against (Dissent)			Invalid Votes	
	No. of members	No. of Votes casted	% to valid votes	No. of members	No. of Votes Casted	% to Valid Votes	No. of members Voting	No. of Votes Casted
E-Voting	66	28,89,22,123	99.99	1	1,570	0.01	0	0
Physical Ballot	34	31,442	99.97	1	10	0.03	0	0
Total	100	28,89,53,565	99.99	2	1,580	0.01	0	0

*Sandeep Garg*

**Sandeep Garg**  
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PAN: ADRPG2406N

Office cum Resi: H. No. 43, Aggarsain Colony, Ghora Farm Road, Hisar

Item No. 5- Issue and allotment of 16,49,44,334 Optionally Convertible Redeemable Preference Shares (OCRPS) of the Company upon conversion of part of Funded Interest Term Loan to Banks and Financial Institutions.

Voting Method	Voting in Favour (Assent)			Voting Against (Dissent)			Invalid Votes	
	No. of members	No. of Votes casted	% to valid votes	No. of members	No. of Votes Casted	% to Valid Votes	No. of members Voting	No. of Votes Casted
E-Voting	66	28,89,22,123	99.99	1	1,570	0.01	0	0
Physical Ballot	34	31,442	99.97	1	10	0.03	0	0
Total	100	28,89,53,565	99.99	2	1,580	0.01	0	0

