

JSL/EGM-2016

February 29, 2016

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Security Code No. : JSL

Sub.: Proceedings of Extra-Ordinary General Meeting of Jindal Stainless Limited (CIN: L26922HR1980PLC010901) held on Monday, 29th February, 2016 at 11:30 a.m. at its Registered Office at O.P. Jindal Marg, Hisar- 125005, Haryana.

Dear Sir(s),

This is to inform you that the Extra-Ordinary General Meeting (EGM) of Jindal Stainless Limited (“the Company”) was held today i.e. Monday, 29th February, 2016 at 11:30 a.m. at its registered office at O.P. Jindal Marg, Hisar – 125 005, Haryana.

The meeting started at 11:30 a.m. Mr. Gautam Kanjilal, Director, chaired the meeting. The Chairman of the Meeting extended a warm welcome to the Members present in the meeting. He then introduced the officers sitting on the dais.

Authorized representatives of the Auditors of the Company in compliance with the provisions of the Companies Act, 2013 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India were also present. The Chairman confirmed the presence of requisite quorum as per Section 103 of the Companies Act, 2013. Thereafter, he called the meeting to order.

The Chairman drew attention of the members to the Statutory Registers, Proxy Register and other documents, which were kept open and accessible to any person having right to attend the meeting.

It was informed that the Notice convening the EGM was sent to all the members and others entitled thereto through Email /Regd. Post / Courier. With the permission of the members, the Notice of the EGM was taken as read.

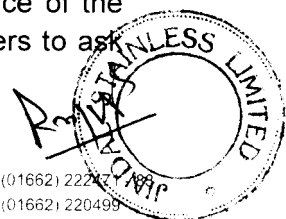
The Chairman of the meeting in his address apprised them about performance of the Company and its future prospects and planning. Thereafter, he invited members to ask questions or queries, if any, pertaining to the business of the Company.



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CIN : L26922HR1980PLC010901

It was further informed that pursuant to the provisions of the Companies Act, 2013, and the Rules framed thereunder and the Listing Agreement / SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had extended remote e-voting facility to the Members of the Company in respect of the Resolutions mentioned in the Notice convening the EGM. The remote e-voting commenced at 9.00 a.m. on 26th February, 2016 and ended at 5.00 p.m. on 28th February, 2016. The Company engaged the services of Central Depository Services (India) Limited ("CDSL") as the authorised agency to provide e-voting facility and appointed Mr. Subhash Gupta, Advocate, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and ballot process in a fair and transparent manner. The facility for voting through physical ballot was also made available at the Meeting for Members who had not cast their vote through remote e-voting.

After that the Chairman took the following agenda items one by one by briefing the justifications:

Item No.	Resolution	Particulars
Special Business		
1	Special Resolution	Re-appointment of Mr. Ratan Jindal as Chairman and Managing Director of the Company for a period of three years with effect from 1st April, 2016.
2	Special Resolution	Elevation of Mr. Abhyuday Jindal as Vice President in Jindal Stainless FZE, Dubai, a wholly owned subsidiary of the Company and increase in remuneration.
3	Special Resolution	Re-appointment of Mr. Girish Sharma as an Independent Director for a term of two years with effect from 29th May, 2016 as per provisions of the Companies Act, 2013 and relevant rules made thereunder.
5	Special Resolution	Issuance of Cumulative Compulsory Convertible Preference Shares (CCCPS) to promoter in terms of the Asset Monetization and Business Reorganization Plan (AMP).

Thereafter, the Chairman put all the resolutions for voting and requested the shareholders to cast their votes in the ballot box kept at the meeting.

The Chairman further informed that the Scrutinizer will consider the votes cast through remote e-voting, physical ballot and poll conducted at the meeting and will then prepare consolidated report of voting on the resolutions and submit to the Chairman and on receipt of Scrutinizer's Report, the Company will send the result to the Stock Exchanges where the shares of the Company are listed within 48 hours of the conclusion of the meeting and shall place the same on website of the Company and CDSL.





Thanking the members for their participation, suggestions and comments, the Chairman announced the formal closure of the Extra-Ordinary General Meeting.

Thanking you,

Yours faithfully,

For **Jindal Stainless Limited**

(Raajesh Kumar Gupta)
Company Secretary