



July 9, 2020

BSE Limited, Corporate Relationship Department, PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Scrip Code: 532642	National Stock Exchange of India Limited, Exchange Plaza, Plot no. C/I, G Block, Bandra - Kurla Complex, Bandra(E), Mumbai - 400051 Symbol: JSWHL
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To,

Sub.: Proceedings & Declaration of voting results of the 19th Annual General Meeting held on July 9, 2020.

Ref.: Regulation 30 & 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In continuation to our intimation dated May 27, 2020, the 19th AGM of the Company was held on July 9, 2020. In absence of Mr. Sajjan Jindal, Chairman of the Board, Mr. Atul Manubahi Desai, was appointed as Chairman for the Meeting, through an instapoll voting which was passed unanimously. Thereafter the business mentioned in the Notice dated May 27, 2020 for convening the 19th AGM of the Company, were transacted and passed with requisite majority.

In this regard, please find enclosed the following;

1. Proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and the Chairman's speech as read out during the AGM as **Annexure – I**;
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II**;
3. Report of the Scrutinizer dated July 9, 2020 by Mr. Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, pursuant to Section 108 read with Section 104 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014, with respect to the instapoll e-voting being conducted for appointment of Mr. Atul Manubahi Desai, as Chairman for the Meeting, as **Annexure – III**
4. Report of the Scrutinizer dated July 9, 2020 by Mr. Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014, with respect to the business transacted as





mentioned in the Notice dated May 27, 2020 for convening the 19th AGM of the Company, as **Annexure – IV**;

5. Copy of the Annual Report for the financial year 2019-20 and Business Responsibility Report, as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, forms part of the annual report, is available for download from the website of the Company under following link: <https://www.jsw.in/investors/jsw-holdings-financials-annual-reports>.

You are requested to take the same on record and acknowledge receipt of the same.

For **JSW Holdings Limited**

Deepak Bhat
Company Secretary



Annexure I

Summary of the proceedings of the 19th Annual General Meeting of JSW Holdings Limited held on Thursday, July 9, 2020.

The 19th Annual General Meeting ('AGM') of the Members of the Company was held today i.e. Thursday, July 9, 2020, at 11.00 a.m. via video conferencing and other audio visual means ('VC' / 'OAVM').

Directors and Company Secretary in Attendance :-	Designation
Mr. Atul Desai, joined over VC from Mumbai	Non – Executive, Independent Director, Chairman of Audit Committee and Nomination & Remuneration Committee.
Mr. Sutapa Banerji, joined over VC from Mumbai	Non – Executive, Independent Director, Chairperson of the Stakeholders' Relationship Committee.
Mr. Imtiaz Qureshi, joined over VC from Mumbai	Non – Executive, Independent Director.
Mr. K. N. Patel, joined over VC from Mumbai	Jt. Managing Director, CEO & CFO
Mr. Deepak Bhat, joined over VC from Mumbai	Company Secretary

Other Representatives in Attendance :-	Designation
Mr. Vaibhav Dattani, Representative of HPVS & Co., joined over VC from Mumbai	Statutory Auditor
Mr. Sunil Agrawal, joined over VC from Mumbai	Secretarial Auditor / Scrutinizer

The Company Secretary welcomed all the Members present through VC. He informed the members that in wake of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide circular dated May 12, 2020 ('SEBI Circular') permitted the holding of the Annual General Meeting ('the Meeting') through VC / OAVM, without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circular, the Meeting of the Company was held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered at the AGM. He informed the Members about some basic instructions with respect to the participation at the AGM through VC.

In absence of Mr. Sajjan Jindal, Chairman of the Board, Mr. Atul Desai was appointed as the Chairman for the Annual General Meeting, through an instapoll e-voting which was passed unanimously and thereafter he presided over the Meeting.

The Chairman welcomed the Members, the requisite quorum being present, Chairman called the meeting in order. He then requested each Director of the Company attending the Meeting through VC to introduce themselves. He further informed the Members about the presence of representative of Statutory Auditors & Scrutinizer & Secretarial Auditor.



No.	Resolutions	Type of resolution
Ordinary Business		
1	To adopt the Audited Financial Statements (Standalone and Consolidated) together with the reports of the Board of Directors and Auditors for the Financial Year ended 31st March, 2020	Ordinary
Special Business		
2	To appoint a Director in place of Mr. N. K. Jain (holding DIN: 00019442) who retires by rotation and being eligible, offers himself for reappointment	Special
3	To re- appointment of Mr. K. N. Patel (holding DIN: 00019414), as Managing Director of the Company, designated as "Jt. Managing Director, CEO & CFO", for a period of one year with effect from 01st June, 2020, to 31st May, 2021	Ordinary
4	Approval of Related Party Transaction for granting of loans to Everbest Consultancy Services Private Limited, aggregating to INR 75.00 crores in the financial year 2020-21	Ordinary
5	Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited, aggregating to INR 25.00 crores in the financial year 2020-21	Ordinary
6	Approval of Related Party Transaction for granting of loans to Reynold Traders Private Limited, aggregating to INR 25.00 crores in the financial year 2020-21	Ordinary
7	Approval of Related Party Transaction with JSW Infrastructure Limited, for providing of security by way of pledge of equity shares of JSW Steel Limited, held by the Company, to the extent of 2,00,00,000 equity shares in the financial year 2020-21	Ordinary
8	Approval of Related Party Transaction with JSW Projects Limited, for providing of security by way of pledge of equity shares of JSW Steel Limited, held by the Company, to the extent of 2,00,00,000 equity shares in the financial year 2020-21	Ordinary
9	Approval of Related Party Transaction for loans transactions entered with Everbest Consultancy Services Private Limited for a value of INR 10 crores during the period ended 31.03.2020	Ordinary

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



Atul Desai
Chairman of the 19th Annual General Meeting



Date: July 9, 2020



Annexure II

	JSW HOLDINGS LIMITED
Date of the AGM/EGM	09-07-2020
Total number of shareholders on record date	19072
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	29
Public:	43

Resolution No.	1									
Resolution required: (Ordinary/ Special)	Adoption of Audited Financial Statements of the Company including Consolidated Financial Statements for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,381,729	249,075	18.0263	249,036	39	99.9843	0.0156	0	0
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		249,218	18.0366	249,179	39	99.9844	0.0156	0	0
Total		11,099,625	9,959,424	89.7276	9,959,385	39	99.9996	0.0004	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	Appointment of a Director in place of Mr. N.K. Jain holding DIN 00019442, who retires by rotation and being eligible, offers himself for reappointment									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,381,729	248,975	18.0191	248,936	39	99.9843	0.0156	0	100
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		249,118	18.0294	249,079	39	99.9843	0.0157	0	100
Total		11,099,625	9,959,324	89.7267	9,959,285	39	99.9996	0.0004	0	100

Resolution No.	3									
Resolution required: (Ordinary/ Special)	Re-appointment of Mr. K. N. Patel as Jt. Managing Director, CEO CFO effective from 01.06.2020 and review and approval of the remuneration payable to Mr. K.N.Patel, Jt. Managing Director, CEO CFO.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,817,284	99.9995	6,817,284	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,892,922	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,381,729	248,975	18.0191	248,936	39	99.9843	0.0156	0	100
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		249,118	18.0294	249,079	39	99.9843	0.0157	0	100
Total		11,099,625	9,959,324	89.7267	9,959,285	39	99.9996	0.0004	0	100

Resolution No.	4									
Resolution required: (Ordinary/ Special)	Approval of Related Party Transaction for granting of loans to Everbest Consultancy Services Private Limited aggregating to Rs. 75 crores in the financial year 2020-21.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,446	91	99.9581	0.0418	0	31,538
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		217,680	15.7541	217,589	91	99.9582	0.0418	0	0
Total	11,099,625	3,110,602	28.0244	3,000,711	109,891	96.4672	3.5328	0	6848822	

Resolution No.	5									
Resolution required: (Ordinary/ Special)	Approval of Related Party Transaction for granting of loans to JSW Techno ProjectsManagement Limited aggregating to Rs. 25 crores in the financial year 2020-21.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,446	91	99.9581	0.0418	0	31,538
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		217,680	15.7541	217,589	91	99.9582	0.0418	0	0
Total	11,099,625	3,110,602	28.0244	3,000,711	109,891	96.4672	3.5328	0	6848822	

Resolution No.	6										
Resolution required: (Ordinary/ Special)	Approval of Related Party Transaction for granting of loans to Reynold Traders Private Limited aggregating to Rs. 25 crores in the financial year 2020-21.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	6817284	
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0	
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,446	91	99.9581	0.0418	0	31,538	
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		217,680	15.7541	217,589	91	99.9582	0.0418	0	31538	
Total		11,099,625	3,110,602	28.0244	3,000,711	109,891	96.4672	3.5328	0	6848822	

Resolution No.	7										
Resolution required: (Ordinary/ Special)	Approval to pledge equity shares not exceeding 2,00,00,000 no. of shares of JSW Steel Limited held by the Company as security for loans financial facilities availed by JSW Infrastructure Limited										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	6817284	
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0	
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,496	41	99.9811	0.0188	0	31,538	
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		217,680	15.7541	217,639	41	99.9812	0.0188	0	31538	
Total		11,099,625	3,110,602	28.0244	3,000,761	109,841	96.4688	3.5312	0	6848822	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	Approval to pledge equity shares not exceeding 2,00,00,000 no. of shares of JSW Steel Limited held by the Company as security for loans financial facilities availed by JSW Projects Limited.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	6817284
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,496	41	99.9811	0.0188	0	31,538
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		217,680	15.7541	217,639	41	99.9812	0.0188	0	31538
Total	11,099,625	3,110,602	28.0244	3,000,761	109,841	96.4688	3.5312	0	6848822	

Resolution No.	9									
Resolution required: (Ordinary/ Special)	Approval of Related Party Transaction for loans transactions entered with Everbest Consultancy Services Private Limited for a value of INR 10 crores during the period ended 31.03.2020.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	6,817,318	0	0.0000	0	0	0.0000	0.0000	0	6,817,284
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	6817284
Public- Institutions	E-Voting	2,900,578	2,892,922	99.7361	2,783,122	109,800	96.2045	3.7954	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,892,922	99.7361	2,783,122	109,800	96.2045	3.7955	0	0
Public- Non Institutions	E-Voting	1,381,729	217,537	15.7438	217,446	91	99.9581	0.0418	0	31,538
	Poll		143	0.0103	143	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		217,680	15.7541	217,589	91	99.9582	0.0418	0	31538
Total	11,099,625	3,110,602	28.0244	3,000,711	109,891	96.4672	3.5328	0	6848822	

Office : 124-125, Ostwal Ornate, "A" Wing,
Building No. 2, Opp. Jain Temple, Jesal Park,
Bhayandar (East), Mumbai - 401 105.
Mobile : +91 9920715299 / 8779956763

Email : sunilcs_mumbai@rediffmail.com
agarwalcs_mumbai@yahoo.co.in

Web. : www.cssunilagarwal.in



SUNIL AGARWAL & Co.

Company Secretaries

To,
Jt. Managing Director, CEO & CFO,
JSW HOLDINGS LIMITED
JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Dear Sir,

Sub: **Scrutinizer's Report on Instapoll conducted pursuant to the Provisions of Section 108 read with Section 104 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 for Appointment of Chairman of the 19th Annual General Meeting of JSW Holdings Limited held on Thursday, July 9, 2020 at 11.00 a.m. through video Conferencing ('VC')/ Other audio visual means ('OAVM')**

I, Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, have been appointed by the Board of Directors of **JSW HOLDINGS LIMITED ("Company")** as Scrutinizer for the purpose of:

- i. Scrutinizing the instapoll process in terms of the provisions of Section 108 read with Section 104 of the Companies Act, 2013 ("**the Act**") and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("**Rules**") for the resolution for appointment of Chairman for 19th Annual General Meeting in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to Instapoll e-voting on the resolution for appointment of the Chairman of the Meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited ("**Kfintech**") (Formerly known as Karvy Fintech Private Limited), authorised agency to provide instapoll platform at the AGM held through VC/OAVM.

I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.



Ordinary Resolution:- To appoint Mr. Atul Manubhai Desai, Director (Din no. 00019443) as Chairman of the 19th Annual General Meeting

	Instapoll e-Voting at the AGM		% of total valid votes cast
	No. of members voted	Number of votes cast by them	
Voted in Favour	29	59,76,251	100
Voted Against	0	0	0
Invalid	0	0	0
Abstain	0	0	0
Total	29	59,76,251	100

Based on the aforesaid results, Ordinary Resolution has been passed with requisite majority

Thanking You,
Yours faithfully,



CS SUNIL AGARWAL
Practicing Company Secretary
FCS 8706
C.P. No. 3286
UDIN NO. F008706B000431942

Date : 09.07.2020
Place: Mumbai

Office : 124-125, Ostwal Ornate, "A" Wing,
Building No. 2, Opp. Jain Temple, Jesal Park,
Bhayandar (East), Mumbai - 401 105.
Mobile : +91 9920715299 / 8779956763

Email : sunilcs_mumbai@rediffmail.com
agarwalcs_mumbai@yahoo.co.in
Web. : www.cssunilagarwal.in



SUNIL AGARWAL & Co.
Company Secretaries

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman of the 19th Annual General Meeting,
JSW Holdings Limited
JSW Centre, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Dear Sir,

Sub: **Consolidated Scrutinizer's Report on Remote e-voting conducted pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 for the 19th Annual General Meeting of JSW Holdings Limited held on Thursday, July 9, 2020 at 11.00 a.m. through video conferencing ('VC')/ other audio visual means ('OAVM')**

I, Sunil Agarwal, Proprietor of Sunil Agarwal & Co., Company Secretaries, have been appointed by the Board of Directors of **JSW HOLDINGS LIMITED ("Company")** as Scrutinizer for the purpose of:

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time ("**Rules**"), and
- ii. E-voting by Shareholders at the 19th Annual General Meeting held on Thursday, July 9, 2020 ("**AGM**") at 11.00 A.M through VC/OAVM.

in a fair and transparent manner for the resolution(s) as contained in the Notice convening AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting on the resolution(s) contained in the Notice convening AGM of the members of the Company and at the meeting. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" "against" or remain "abstain / invalid", if any, on the resolution(s) contained in the Notice



convening AGM, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited (“Kfintech”) (Formerly known as Karvy Fintech Private Limited), authorised agency to provide remote e-voting platform and based on the voting conducted at the AGM through VC/OAVM.

DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice dated May 27, 2020 convening the 19th AGM of the Company along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/Registrar, in compliance with the MCA Circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 (Collectively referred to as “MCA Circulars”) and SEBI Circular dated May 12, 2020.

CUT-OFF DATE:

The Voting rights were reckoned as on Friday July 3, 2020, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and e-voting at the Meeting.

REMOTE E-VOTING:

The Company has availed services of KFin Technologies Private Limited as the agency for providing the remote e-voting platform.

The remote e-voting period was kept open for three days which commenced on Monday, July 6, 2020 at 9:00 A.M. and concluded on Wednesday, July 8, 2020 at 5:00 P.M. on <https://evoting.karvy.com/>. And the same was blocked thereafter.

VOTING AT THE AGM:

The Company has provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended from time to time, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access, after the closure of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, Kfintech, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.



COUNTING PROCESS:

- **At the AGM through VC/OAVM**

After the closure of e-voting at the AGM, the report on voting done at AGM were unblocked and counted

- **Remote E-voting**

The remote e-voting results on the Kfintech E-voting platform were unblocked and downloaded on Thursday, July 9, 2020 after the AGM.

RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted “for”, “against” or “abstain/invalid”, if any on each of the resolution(s) that were put to vote, were generated from the e-voting website of Kfintech. Taking into account the report from Kfintech on remote e-voting and e-voting done at the AGM, the consolidated result with respect to each item on the agenda as set out in the Notice of the 19th AGM is enclosed.

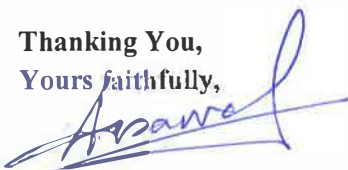
I further report that:

- In terms of the provision of Regulation 23 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), in respect of the Material Related Party Transactions from resolution nos. 4 to 9 forming part of the Notice of the 19th AGM of the Company, the related parties i.e. “Promoter & Promoter Group” were required to remain abstain from voting on such resolutions and such related parties did not vote on the resolutions nos. 4 to 9.
- Based on the aforesaid results of the Ordinary Resolutions as contained in item no. 1, 3 & 4 to 9 and Special Resolution as set out at item no. 2 of the Notice have been passed with requisite majority.

RECOMMENDATION

All the resolution(s) having secured requisite majority of votes, the respective resolution(s) may be considered to have been passed. The Chairman may accordingly declare result of voting.

Thanking You,
Yours faithfully,



CS SUNIL AGARWAL
Practicing Company Secretary
FCS 8706
C.P. No. 3286
UDIN NO. F008706B000431865



Date: 09.07.2020

Place: Mumbai

CONSOLIDATED RESULTS

Item No. 1.

Ordinary Resolution: To adopt the Audited Financial Statements (Standalone and Consolidated) together with the reports of the Board of Directors and Auditors for the Financial Year ended 31st March, 2020;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e-Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	109	99,59,242	3	143	112	99,59,385	99.9996
Voted Against	2	39	0	0	2	39	0.0004
Invalid	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority



Item No. 2.

Special Resolution: To appoint a Director in place of Mr. N. K. Jain (holding DIN: 00019442) who retires by rotation and being eligible, offers himself for reappointment

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	108	99,59,142	3	143	111	99,59,285	99.9996
Voted Against	2	39	0	0	2	39	0.0004
Invalid	0	0	0	0	0	0	0
Abstain	1	100	0	0	1	100	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Special Resolution as contained in item No. 2 has been passed with requisite majority.



Item No. 3.

Ordinary Resolution: To re- appointment of Mr. K. N. Patel (holding DIN: 00019414), as Managing Director of the Company, designated as “Jt. Managing Director, CEO & CFO”, for a period of one year with effect from 01st June, 2020, to 31st May, 2021

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	108	99,59,142	3	143	108	99,59,285	99.9996
Voted Against	2	39	0	0	2	39	0.0004
Invalid	0	0	0	0	0	0	0
Abstain	1	100	0	0	1	100	0
Total	111	99,59,281	3	143	111	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.



Item No. 4.

Ordinary Resolution: Approval of Related Party Transaction for granting of loans to Everbest Consultancy Services Private Limited, aggregating to INR 75.00 crores in the financial year 2020-21

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	59	30,00,568	3	143	62	30,00,711	96.467
Voted Against	7	1,09,891	0	0	7	1,09,891	3.533
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 4 has been passed with requisite majority



Item No. 5.**Ordinary Resolution : Approval of Related Party Transaction for granting of loans to JSW Techno Projects Management Limited, aggregating to INR 25.00 crores in the financial year 2020-21**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	59	30,00,568	3	143	62	30,00,711	96.467
Voted Against	7	1,09,891	0	0	7	1,09,891	3.533
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 5 has been passed with requisite majority



Item No. 6.

Ordinary Resolution: Approval of Related Party Transaction for granting of loans to Reynold Traders Private Limited, aggregating to INR 25.00 crores in the financial year 2020-21

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	59	30,00,568	3	143	62	30,00,711	96.467
Voted Against	7	1,09,891	0	0	7	1,09,891	3.533
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 6 has been passed with requisite majority



Item No. 7

Ordinary Resolution: Approval of Related Party Transaction with JSW Infrastructure Limited, for providing of security by way of pledge of equity shares of JSW Steel Limited, held by the Company, to the extent of 2,00,00,000 equity shares in the financial year 2020-21

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	60	30,00,618	3	143	63	30,00,761	96.4687
Voted Against	6	1,09,841	0	0	6	1,09,841	3.5313
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No.7 has been passed with requisite majority



Item No. 8

Ordinary Resolution: Approval of Related Party Transaction with JSW Projects Limited, for providing of security by way of pledge of equity shares of JSW Steel Limited, held by the Company, to the extent of 2,00,00,000 equity shares in the financial year 2020-21

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	60	30,00,618	03	143	63	30,00,761	96.4687
Voted Against	6	1,09,841	0	0	6	1,09,841	3.5313
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No.8 has been passed with requisite majority



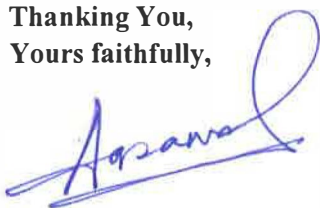
Item No. 9.

Ordinary Resolution: Approval of Related Party Transaction for loans transactions entered with Everbest Consultancy Services Private Limited for a value of INR 10 crores during the period ended 31.03.2020

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Remote e – voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	59	30,00,568	3	143	62	30,00,711	96.467
Voted Against	7	1,09,891	0	0	7	1,09,891	3.533
Invalid	0	0	0	0	0	0	0
Abstain	45	68,48,822	0	0	45	68,48,822	0
Total	111	99,59,281	3	143	114	99,59,424	100

Based on the aforesaid results, Ordinary Resolution as contained in item No. 9 has been passed with requisite majority

Thanking You,
Yours faithfully,




CS SUNIL AGARWAL
Practicing Company Secretary
FCS 8706
C.P. No. 3286
UDIN NO. F008706B000431865

Date : 09.07.2020
Place: Mumbai