



October 18, 2023

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building P. J. Towers
Dalal Street,
Mumbai - 400 001
Stock code: 500378

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Stock code: JINDALSAW

Sub. : Report on Corporate Governance for the quarter ended September 30, 2023 - Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We are submitting herewith the captioned Report for the quarter ended September 30, 2023 along with all necessary details. The details of material transaction with Related Party during the quarter is attached.

You are requested to take the above on record.

Thanking you,

Yours faithfully,
For JINDAL SAW LTD.,

SUNIL K. JAIN
COMPANY SECRETARY
FCS : 3056

Encl.: As above.

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General information about company	
Scrip code	500378
NSE Symbol	JINDALSAW
MSEI Symbol	NOTLISTED
ISIN	INE324A01024
Name of the entity	Jindal Saw Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Enter the quarter ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory		Add Notes																								
Whether the listed entity has a Regular Chairperson																										
Whether Chairperson is related to MD or CEO																										
				Disqualification of Directors under section 164 of the Companies Act, 2013																						
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 171A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (with reference to previous Regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(E) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee hold in listed entity (Refer Regulation 26(E) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN	
Add		Cancel																								
1	Mr	Brijbhau Raj Bhandal	AALP22029	00005301	Non-Executive - Non Independent Director	Chairperson		27-12-1951	No				Active	NA		31-10-1984	31-10-1984				1	0	0	0		
2	Ms	Smita Jindal	AAGP1586N	00005317	Executive Director	Not Applicable	MD	18-01-1973	No				Active	NA		01-09-1997	01-09-2021				1	0	1	0		
3	Ms	Shwetha Jais	AAGP0906B	00115040	Executive Director	Not Applicable		07-09-1974	No				Active	NA		24-07-2014	18-05-2023				1	0	0	0		
4	Ms	Tanya Inshel Awa	ACV025061	00371397	Executive Director	Not Applicable		24-10-1980	No				Active	NA		17-05-2014	18-05-2023				1	0	0	0		
5	Mr	Nehra Kumar	AALP07344D	01776608	Executive Director	Not Applicable	CEO	05-05-1963	No				Active	NA		05-07-2013	05-07-2019				1	0	2	0		
6	Mr	Hasey Singh Chauhan	AAAP0728K	00041370	Executive Director	Not Applicable		07-09-1954	No				Active	NA		07-10-1988	01-11-2021				1	0	0	0		
7	Mr	Bal Kamaal Aggarwal	AAAP04978M	00005149	Non-Executive - Independent Director	Not Applicable		07-07-1952	No				Active	NA		05-09-2014	10-09-2019			108.21	4	4	5	0		
8	Mr	Ravinder Nath Leekha	ABBP1713E	00888433	Non-Executive - Independent Director	Not Applicable		21-05-1949	No				Active	Yes	09-08-2019	10-09-2014	10-09-2019			108.21	2	2	2	1	1	
9	Mr	Ashram Taysi	ACDP1501B	0081453	Non-Executive - Independent Director	Not Applicable		26-09-1953	No				Active	NA		10-07-2015	18-09-2020			98.21	3	2	0	0		
10	Mr	Ajit Kumar Hagarika	AAAP0649C	00748018	Non-Executive - Independent Director	Not Applicable		10-09-1952	No				Active	NA		12-07-2016	12-07-2021			86.19	1	1	2	0		
11	Ms	Usha Bha	AAAP0970D	08095714	Non-Executive - Independent Director	Not Applicable		22-01-1971	No				Active	NA		22-03-2019	22-03-2019			54.09	2	2	0	0		
12	Mr	Sangeet Shankar	ABUP6917D	06872929	Non-Executive - Independent Director	Not Applicable		07-05-1957	No				Active	NA		22-03-2019	22-03-2019			54.09	1	1	1	0		
13	Mr	Girish Sharma	AASP0011X	01112440	Non-Executive - Independent Director	Not Applicable		10-12-1951	No				Active	NA		22-03-2019	22-03-2019			54.09	1	1	1	0		

1	00005349	Raj Kamal Aggarwal	Non-Executive - Independent Director	Chairperson	28-04-2007		
2	00005317	Sminu Jindal	Executive Director	Member	28-07-2000		
3	01776688	Neeraj Kumar	Executive Director	Member	06-08-2013		
4	00748918	Ajit Kumar Hazarika	Non-Executive - Independent Director	Member	03-08-2017		
5	00888433	Ravinder Nath Leekha	Non-Executive - Independent Director	Member	01-02-2016		
6	05112440	Girish Sharma	Non-Executive - Independent Director	Member	31-10-2019		
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00005349	Raj Kamal Aggarwal	Non-Executive - Independent Director	Chairperson	13-11-2015		
2	01776688	Neeraj Kumar	Executive Director	Member	05-12-2014		
3	00041370	Hawa Singh Chaudhary	Executive Director	Member	05-12-2014		
4	00748918	Ajit Kumar Hazarika	Non-Executive - Independent Director	Member	31-10-2019		
5	99999999	Vinay Kumar	President & Head Global Treasury	Member	05-12-2014		1
6	99999999	Narendra Mantri	CFO	Member	05-12-2014		2
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00005349	Raj Kamal Aggarwal	Non-Executive - Independent Director	Chairperson	17-05-2014		
2	01776688	Neeraj Kumar	Executive Director	Member	17-05-2014		
3	00005317	Sminu Jindal	Executive Director	Member	17-05-2014		
4	06872929	Sanjeev Shankar	Non-Executive - Independent Director	Member	22-03-2019		
5	05112440	Girish Sharma	Non-Executive - Independent Director	Member	31-10-2019		
6							
7							
8							
9							
10							

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete					
1	17-05-2023			Yes	13	13	7
2	11-08-2023	85		Yes	13	13	7

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* to be filled in only for the current quarter meetings

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Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Add Notes			
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Add		Delete								
1	Audit Committee	17-05-2023				Yes	6	6	5	0
2	Audit Committee	11-08-2023	85			Yes	6	6	5	0
3	Nomination and remuneration committee	16-05-2023				Yes	4	4	4	0
4	Risk Management Committee	11-09-2023				Yes	6	4	2	1

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* to be filled in only for the current quarter meetings

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event		Brief details of the event	

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Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Sunil K Jain
2	Designation	Company Secretary and Compliance Officer

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III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				Add Notes

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1	Name of signatory	Sunil K Jain
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them		0.00	0.00
Promoter Group or any other entity controlled by them	Guarantee	0.00	167466068.00
Directors (including relatives) or any other entity controlled by them		0.00	0.00
KMPs or any other entity controlled by them		0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0.00	0.00
Promoter Group or any other entity controlled by them		0.00	0.00
Directors (including relatives) or any other entity controlled by them		0.00	0.00
KMPs or any other entity controlled by them		0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s),		Yes	Add Notes
Name	Narendra Mantri		
Designation	CFO		
Place	New Delhi		
Date	18-10-2023		

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Signatory Details

Name of signatory	Sunil K Jain
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	18-10-2023

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Jindal Saw Limited

Detail of material related party transactions during the quarter/half year ended 30.09.2023

(Rs.)

S. No	Name of Related Party	During the quarter ended 30.09.2023	During the half year ended 30.09.2023
1	JSW Steel Limited	7,21,83,65,124.51	14,78,99,76,020.03

Note : The above figures are provisional subject to audit. Quarter figure are balancing figures.