



January 10, 2024

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 December 31, 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 December 31, 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	Quarterly
Date of Report	31-12-2023
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				Yes																						
Whether Chairperson is related to MD or CEO				Yes																						
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 provision to regulation 17A(1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 24(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN	
1	Mr	Birbhai Raj Endal	AALP23228	00005305	Non-Executive - Non Independent Director	Chairperson		27-12-1951	No				Active	NA		31-10-1984	31-10-1984			1	0	0	0			
2	Ms	Smriti Joshi	AAGD15482N	00005317	Executive Director	Not Applicable	MD	18-01-1973	No				Active	NA		01-09-2007	01-02-2021			1	0	1	0			
3	Ms	Shruthi Jaisi	AAGD9956R	0010980	Executive Director	Not Applicable		07-09-1974	No				Active	NA		14-02-2014	18-05-2023			1	0	0	0			
4	Ms	Trupti Jindal Arora	ACW9769BU	00371897	Executive Director	Not Applicable		04-10-1980	No				Active	NA		17-05-2014	18-05-2023			1	0	0	0			
5	Mr	Nearaj Kumar	AALPK2440	0177688	Executive Director	Not Applicable	CEO	02-05-1963	No				Active	NA		01-07-2013	01-07-2018			1	0	3	0			
6	Mr	Hasek Singh Chaudhary	AAAK0728K	00041170	Executive Director	Not Applicable		05-09-1954	No				Active	NA		07-10-1988	05-11-2021			1	0	0	0			
7	Mr	Raj Kamal Aggarwal	AAAPA4978M	00005349	Non-Executive - Independent Director	Not Applicable		07-07-1952	No				Active	NA		10-09-2014	10-09-2019		111.21	4	4	3	5			
8	Mr	Ravinder Nath Leekha	ABBP1733E	00888433	Non-Executive - Independent Director	Not Applicable		23-06-1949	No				Active	Yes	09-09-2019	10-09-2014	10-09-2019		111.21	2	2	2	7	1		
9	Mr	Ashwini Tyagi	ACDPT591R	00034452	Non-Executive - Independent Director	Not Applicable		26-06-1952	No				Active	NA		05-02-2015	18-09-2020		103.21	2	2	0	0			
10	Mr	Ash Kumar Hazarika	AAAPM649C	00748018	Non-Executive - Independent Director	Not Applicable		01-09-1962	No				Active	NA		12-07-2016	12-07-2021		80.19	1	1	2	0			
11	Mr	Vijay Bha	AJAPG970D	08392714	Non-Executive - Independent Director	Not Applicable		22-01-1971	No				Active	NA		22-03-2019	22-03-2019		57.09	2	2	0	0			
12	Mr	Sandeep Shankar	ABGP6917D	06872929	Non-Executive - Independent Director	Not Applicable		07-05-1957	No				Active	NA		22-01-2019	22-01-2019		57.09	1	1	1	1	0		
13	Mr	Girish Sharma	AAGS8031K	05112440	Non-Executive - Independent Director	Not Applicable		15-12-1951	No				Active	NA		22-01-2019	22-01-2019		57.09	3	3	7	1			

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following p
 1. Date of Appointment and Date of Cess
 2. Date of Appointment can be any day up
 3. Date of Cessation must be for the curre

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

Audit Committee Details						
Whether the Audit 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
1	00005349	Raj Kamal Aggarwal	Non-Executive - Independent Director	Chairperson	30-01-2006	
2	01776688	Neeraj Kumar	Executive Director	Member	06-08-2013	
3	00748918	Ajit Kumar Hazarika	Non-Executive - Independent Director	Member	03-08-2017	
4	00888433	Ravinder Nath Leekha	Non-Executive - Independent Director	Member	12-08-2011	
5	05112440	Girish Sharma	Non-Executive - Independent Director	Member	22-03-2019	
6	06872929	Sanjeev Shankar	Non-Executive - Independent Director	Member	22-03-2019	
7						
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9						
10						

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

Nomination and remuneration committee						
Whether the Nomination and remuneration 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
1	00005349	Raj Kamal Aggarwal	Non-Executive - Independent Director	Chairperson	27-05-2013	
2	00888433	Ravinder Nath Leekha	Non-Executive - Independent Director	Member	27-05-2013	
3	00748918	Ajit Kumar Hazarika	Non-Executive - Independent Director	Member	22-03-2019	
4	08395714	Vinita Jha	Non-Executive - Independent Director	Member	22-03-2019	
5						
6						
7						
8						
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship 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

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	
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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
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	
6	99999999	Narendra Mantri	CFO	Member	05-12-2014	
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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
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						
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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	11-08-2023			Yes	13	13	7
2	26-10-2023	75		Yes	13	12	7
3	14-12-2023	48		Yes	13	12	7

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* to be filled in only for the current quarter meetings

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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	11-08-2023				Yes	6	6	5	0
2	Audit Committee	26-10-2023	75			Yes	6	6	5	0
3	Risk Management Committee	11-09-2023				Yes	6	4	2	1
4	Nomination and remuneration committee	26-10-2023	44			Yes	4	4	4	0

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* to be filled in only for the current quarter meetings

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V. Related Party Transactions		
Sr	Subject	Compliance status (Yes/No/NA)
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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WI Details of non compliance of prior approval of audit committee obtained

WI Details of non compliance of shareholder approval obtained for material RPT

WI Details of non compliance of RPT entered into pursuant to omnibus approval have been reviewed by audit committee

Dis Disclosure notes on quarterly formats for compliance report on corporate governance

Disclosure of notes of material transaction with related party

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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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Signatory Details

Name of signatory	Sunil K Jain
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	10-01-2024

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Jindal Saw Limited

Detail of material related party transactions during the quarter/nine months ended 31.12.2023

(Rs.)

S. No	Name of Related Party	During the quarter ended 31.12.2023	During the period ended 31.12.2023
1	JSW Steel Limited	9,18,98,22,017.09	23,97,97,98,037.12
2	Jindal Steel and Power Limited	3,12,66,80,050.83	10,83,08,03,990.29

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