

26th April 2022

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400001
Security Code No.: 532508

The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051
Security Code No. : JSL

Kind Attn. Listing Section

Sub.: Voting Results of the meeting of the equity shareholders of Jindal Stainless Limited (“the Company”) convened and held on Saturday, April 23, 2022, pursuant to the directions of the Hon'ble National Company Law Tribunal Chandigarh Bench in the Company Application No. CA (CAA) No. 14/Chd/Hry/2021, along with the Scrutinizer's Report(s).

Dear Sir(s)/ Ma'am(s),

This is in continuation to our earlier letter dated 23rd April, 2022 wherein we had informed that meeting of equity shareholders of the Company was convened and held on Saturday, April 23, 2022, pursuant to the directions of the Hon'ble National Company Law Tribunal Chandigarh Bench (“**Hon'ble NCLT**”) in the Company Application No. CA (CAA) No. 14/Chad/Hry/2021 for the purpose of considering the resolution as mentioned in the Notice dated 14th March, 2022 convening the meeting of equity shareholders of the Company (“**the Notice**”) to consider and approve the Composite Scheme of Arrangement amongst Jindal Stainless Limited (the “**Company**” or “**Amalgamated Company**”), Jindal Stainless (Hisar) Limited (“**Amalgamating Company No.1**”), JSL Lifestyle Limited (“**Demerged Company**” or “**Amalgamating Company No.2**”), JSL Media Limited (“**Amalgamating Company No.3**”), Jindal Stainless Corporate Management Services Private Limited (“**Amalgamating Company No.4**”) and Jindal Lifestyle Limited (“**Resulting Company**”) and their respective Shareholders and Creditors (“**Composite Scheme**”).

In this regard, please find enclosed herewith the following documents:

- A. The details regarding voting results of the Hon'ble NCLT convened meeting of the equity shareholders of the Company, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, enclosed as **Annexure-1**;
- B. Scrutinizer's report dated 24th April, 2022, on remote e-voting and e-voting for the meeting by the equity shareholders of the Company, on the resolution mentioned in the Notice, enclosed as **Annexure-2**; and

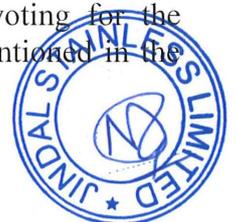
Jindal Stainless Limited

CIN: L26922HR1980PLC010901

Corporate Office: Jindal Centre, 12 Bhikaji Cama Place, New Delhi - 110066, India
T: +91 11 26188345, 41462000, 61462000 **F:** +91 11 41659169 **E:** info@jindalstainless.com

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

Website: www.jindalstainless.com, www.jslstainless.com



C. Scrutinizer's report dated 24th April, 2022, on remote e-voting and e-voting for the meeting by the public shareholders of the Company, in terms of SEBI Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, on the resolution mentioned in the Notice, enclosed as **Annexure-3**.

The aforesaid voting results along with the Scrutinizer's Report(s) will be available on the website of the Company viz. www.jslstainless.com.

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,
For **Jindal Stainless Limited**



Navneet Raghuvanshi
Head Legal & Company Secretary

CC: Luxembourg Stock Exchange
P.O. Box 165, L- 2011,
Luxembourg.

Enclosed as above

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Annexure 1

Details of Voting Results

Date of the Hon'ble NCLT convened Meeting	23 rd April, 2022
Total number of shareholders on record date	1,07,548
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter group • Public 	<p>Since the Meeting was held through Video Conferencing ("VC") pursuant to the order dated February 25, 2022, as rectified by order dated March 3, 2022 of the Hon'ble NCLT, therefore the facility for appointment of proxies by the equity shareholders was not made available for this Meeting.</p>
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"> • Promoter and Promoter Group • Public 	<p style="text-align: right;">31 19</p>



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Agenda - wise disclosure

The details of voting by equity shareholders of Jindal Stainless Limited as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, through remote e-voting and e-voting for the meeting on the resolution mentioned in the Notice of the Hon'ble NCLT convened meeting to consider and approve the Composite Scheme of Arrangement amongst Jindal Stainless Limited (the "Company" or "Amalgamated Company"), Jindal Stainless (Hisar) Limited ("Amalgamating Company No.1"), JSL Lifestyle Limited ("Demerged Company" or "Amalgamating Company No.2"), JSL Media Limited ("Amalgamating Company No.3"), Jindal Stainless Corporate Management Services Private Limited ("Amalgamating Company No.4") and Jindal Lifestyle Limited ("Resulting Company") and their respective Shareholders and Creditors, as held on 23rd April, 2022 through Video Conferencing:

Resolution required: (Ordinary/ Special)		REQUISITE MAJORITY						
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 outstanding shares\ (3)=[(2)/(1)]* 100	No. of Votes – in favor (4)	No. of Votes –against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	329203740*	32,91,09,757	99.9715	32,91,09,757	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	329203740	32,91,09,757	99.9715	32,91,09,757	0	100	0
Public- Institutions	E-Voting	11,37,96,225	10,26,14,091	90.1735	10,26,14,091	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11,37,96,225	10,26,14,091	90.1735	10,26,14,091	0	0	0
Public- Non- Institutions	E-Voting	4,36,68,691**	57,79,249	13.2343	57,78,902	347	99.9940	0.0060
	Poll		5,400	0.0124	5,400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4,36,68,691	57,84,649	13.2467	57,84,302	347	99.9940	0.0060
Total		48,66,68,656	43,75,08,497	89.8986	43,75,08,150	347	99.9999	0.0001
Whether the 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 Institutions is not included above.

For Jindal Stainless Limited



Navneet Raghuvanshi

Head Legal & Company Secretary



MAST RAM
PRACTICING COMPANY SECRETARY,
SCRUTINIZER OF JINDAL SATINLESS LIMITED

Mast Ram
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO: 35, 1st Floor,
Sector 20-C,
Chandigarh – 160020.
Phone: 0172-4347638.
Cell: 94172-64876.

FORM NO. MGT-13
REPORT OF THE SCRUTINIZER
[Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

Shri Puneet Bali, Senior Advocate
Chairperson appointed by the Hon'ble National Company Law Tribunal, Chandigarh Bench,
for the Meeting of Equity Shareholders
JINDAL STAINLESS LIMITED
(CIN: L26922HR1980PLC010901)
O.P. Jindal Marg,
Hisar, Haryana-125005.

Subject: Scrutinizer's report on the results of voting by the equity shareholders of Jindal Stainless Limited ("the Company") through remote e-voting / e-voting for the meeting of the equity shareholders of the Company held on Saturday, April 23, 2022 at 10.30 A.M. (IST), through video conferencing, convened pursuant to the order dated February 25, 2022 as rectified by order dated March 03, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench in Company Application No. CA (CAA) No. 14/Chd/Hry/2021.

Dear Sir,

I, Mast Ram, Practicing Company Secretary (Membership Number F3823), was appointed by the Hon'ble National Company Law Tribunal, Chandigarh Bench ("**Hon'ble Tribunal**" or "**Hon'ble NCLT**"), vide order dated February 25, 2022 as rectified by order dated March 3, 2022 in Company Application No. CA(CAA) No. 14/Chd/Hry/2021 (collectively "**the Orders**"), as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting for the meeting, in a fair and transparent manner, of the equity shareholders of the Company convened by the said Orders of the Hon'ble NCLT on Saturday, April 23, 2022 at 10.30 a.m. (IST) ("**Meeting**") through video conferencing ("**VC**"), pursuant to the provisions of the Sections 66, 230 - 232 and other applicable provisions of the Companies Act, 2013 ("**the Act**") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("**the Rules**") made thereunder and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), on the below mentioned resolution seeking approval of the equity shareholders of the Company on the Composite Scheme of Arrangement amongst Jindal Stainless Limited, Jindal Stainless (Hisar) Limited, JSL Lifestyle Limited, JSL Media Limited, Jindal Stainless Corporate Management Services Private Limited and Jindal Lifestyle Limited and their respective shareholders and creditors (the "**Scheme**").



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I do hereby submit my report as under:

1. that the Company had provided its members the facility to exercise their right to vote on the resolution contained in the Notice convening the Meeting through remote e-voting/e-voting for the Meeting by using the electronic voting system provided by Link Intime India Private Limited (“**Link Intime / Service Provider/ RTA**”), in accordance with Clause 8.3 of the Secretarial Standards on General Meetings and the provisions of the Act and the Rules.
2. that 1,07,548 (constituting 100% shares) members of the Company as on the cut-off date i.e. February 25, 2022 (the “**Cut-Off Date**”) were entitled to vote on the resolution as set out in the notice convening the Meeting via remote e-voting and e-voting for the Meeting. The remote e-voting period remained open from March 24, 2022 at 9.00 a.m. (IST) to April 22, 2022 at 5.00 p.m. (IST).
3. that the voting rights of shareholders of the Company were in proportion of their shareholding to the fully paid-up equity share capital of the Company as on the Cut-off Date i.e. February 25, 2022 and as per the Register of Members of the Company. 1,07,548 Registered members of the Company as on cut-off date were entitled to attend the Meeting (either in person or by Authorised Representative under Section 113 of the Act) through VC and vote through electronic means at the Meeting or through remote e-voting.
4. that as confirmed by the Company, the notice of Meeting dated March 14, 2022 along with the Scheme and explanatory statement required under Sections 102, 230(3), 232(1), 232(2) of the Act read with the Rules, the Securities and Exchange Board of India Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and other annexure(s) (the “**Notice**”) were sent to all the equity shareholders of the Company in respect of the resolution contained in the Notice convening the Meeting through registered post. The Notice were also sent through e-mail to those shareholders whose e-mail addresses are registered with the Company / respective depositories.
5. that as further confirmed by the Company, advertisements inter-alia in relation to the Meeting, have been published in the newspapers, namely, “*Financial Express*” (English) and “*Jansatta*” (Hindi), respectively, (Delhi NCR edition) on March 22, 2022 indicating, inter alia, the day, date, place and time of the Meeting. The aforesaid advertisements were also disseminated on the website of the Company.
6. that as confirmed by the Company, affidavits of service has been filed by the authorized representative of the Company, i.e. Mr. Navneet Raghuvanshi, on April 13, 2022 with the Hon’ble NCLT, Chandigarh Bench.
7. that the shareholders of the Company who attended the Meeting through VC and who did not cast their vote through remote e-voting prior to the Meeting and they were given the facility to exercise their vote by using the e-voting facility made available for the Meeting through VC. The e-voting module was opened for 15 minutes after the conclusion of the Meeting and was disabled by Link Intime thereafter.
8. that 50 shareholders holding 31,60,25,741 shares and constituting 60.14 % of shares have attended the meeting and out of which 5 shareholders have casted their vote through e-voting during the meeting.
9. that after the conclusion of e-voting at the Meeting, I have unblocked the e-voting module in the presence of the following two witnesses, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes:

Witnesses:

1.

Name: **Raghav Kapoor** S/o. Mr. Dil Mohan Kapoor
Residence Address: House Number 685, Sector 8B, Chandigarh-160009
Ph: 9971002758.

2.

Name: **Shivang Rawat** S/o. Mr. Bimalesh kumar,
Residence Address: House Number 429, Sector 10, Panchkula-134109
Ph: 9958182633



10. that I have scrutinized and reviewed the remote e-voting process as well as e-voting for the Meeting and votes tendered therein for the purpose of this report based on the data downloaded from the Link Intime e-voting system. The downloaded data was reconciled with the records maintained by Link Intime.
11. that the Management of the Company is responsible to ensure the compliance with the requirements of the Act and the rules and the SEBI Listing Regulations made thereunder relating to remote e-voting/ e-voting for the Meeting on the resolution contained in the Notice convening the Meeting of the equity shareholders of the Company.
12. that 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 contained in the Notice convening the Meeting, based on the reports generated from the e-voting system provided by Link Intime, the service provider of the remote e-voting platform and e-voting for the Meeting.
13. that the resolution placed before the shareholders for their approval through remote e-voting / e-voting for the Meeting and the result of the e-voting by the Equity shareholders of the Company on the resolution through remote e-voting /e-voting for the Meeting, is given below:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 66, 230-232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the provisions of Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters with no adverse remarks dated March 4, 2021 and March 5, 2021 issued by BSE Limited and the National Stock Exchange of India Limited, respectively and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon’ble National Company Law Tribunal, Chandigarh Bench (“Tribunal” or “NCLT”) and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the Shareholders of the Company be and is hereby accorded to the Composite Scheme of Arrangement amongst Jindal Stainless Limited, Jindal Stainless (Hisar) Limited, JSL Lifestyle Limited, JSL Media Limited, Jindal Stainless Corporate Management Services Private Limited and Jindal Lifestyle Limited and their respective shareholders and creditors (“Scheme”).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required and/or imposed by the NCLT while approving the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper.”



Report on result of e-voting by the equity shareholders of the Company on the Resolution:

(a) Votes in favour of the Resolution:

Voting Method	No. of equity shareholders*	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	329	437502750	99.9986%
E-voting	5	5400	0.0012%
Total	334	437508150	99.99993%

(b) Votes against the Resolution:

Voting Method	No. of equity shareholders*	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	347	0.00007%
E-voting	0	0	0%
Total	4	347	0.00007%

(c) Invalid Votes:

Voting Method	No. of equity shareholders*	Number of votes cast by them
Remote e-voting	0	0
E-voting	0	0
Total	0	0

* There are shareholders, who have multiple folios or demat accounts.



(4)

Table showing bifurcation of promoters, public-institutions and others is as under:

Promoter/ Public	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- in against	% of votes in favour on votes polled	% of votes in against on votes polled
Promoter and Promoter Group	E-Voting	32,92,03,740*	32,91,09,757	99.9715	32,91,09,757	0	100	0
	Insta-Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	32,92,03,740	32,91,09,757	99.9715	32,91,09,757	0	100	0
Public - Institutional holders	E-Voting	11,37,96,225	10,26,14,091	90.1735	10,26,14,091	0	100	0
	Insta-Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11,37,96,225	10,26,14,091	90.1735	10,26,14,091	0	0	0
Public- Others	E-Voting	4,36,68,691**	57,79,249	13.2343	57,78,902	347	99.9940	0.0060
	Insta-Poll		5,400	0.0124	5,400	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4,36,68,691	57,84,649	13.2467	57,84,302	347	99.9940	0.0060
	Grand Total	48,66,68,656	43,75,08,497	89.8986	43,75,08,150	347	99.9999	0.0001

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

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

Note: In case of remote e-voting it is reported that (i) one shareholder holding 70 shares voted only in respect of 40 shares, (ii) one shareholder holding 2,92,545 shares voted only in respect of 2,79,639 shares, and (iii) one shareholder holding 29,645 shares voted only in respect of 29,622 shares.

I have scrutinized the votes cast through remote e-voting and also through e-voting for the Meeting for the purpose of this report.



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14. that no votes were declared invalid and there were no abstentions.
15. that based on the results of the remote e-voting/e-voting at the Meeting, 334 equity shareholders of the Company constituting 0.43% in number (% of total shareholders as on cut-off date) and 89.90% in value of the votes cast by the equity shareholders of the Company have voted in favour of the Scheme.
16. that all relevant records and other incidental papers related to remote e-voting/e-voting for the Meeting were/will be handed over to the Chairperson / the Company.

Thanking You.
Yours faithfully,

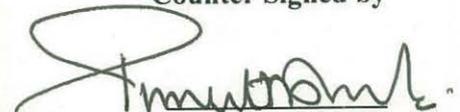


Mast Ram
Practicing Company Secretary
Membership Number: F3823



UDIN: F003823D000196125.
Place: Chandigarh.
Date: 24th April, 2022.

Counter Signed by



Chairperson of the Meeting



MAST RAM
PRACTICING COMPANY SECRETARY,
SCRUTINIZER OF JINDAL SATINLESS LIMITED

Mast Ram
M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

SCO: 35, 1st Floor,
Sector 20-C,
Chandigarh – 160020.
Phone: 0172-4347638.
Cell: 94172-64876.

FORM NO. MGT-13
REPORT OF THE SCRUTINIZER

To,

The Company Secretary
JINDAL STAINLESS LIMITED
(CIN- L26922HR1980PLC010901)
O.P. Jindal Marg,
Hisar, Haryana-125005.

Subject: Scrutinizer's report on the results of voting by the public shareholders in terms of SEBI Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, of Jindal Stainless Limited ("the Company") through remote e-voting / e-voting for the meeting of the equity shareholders of the Company held on Saturday, April 23, 2022 at 10.30 A.M. (IST), through video conferencing / other audio visual means, convened pursuant to the order dated February 25, 2022 as rectified by order dated March 03, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench in Company Application No. CA (CAA) No. 14/Chd/Hry/2021("the Orders").

Dear Sir,

I, Mast Ram, Practicing Company Secretary (Membership Number F3823), the Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting for the meeting, in a fair and transparent manner, of the public shareholders of Jindal Stainless Limited ("the Company"), in relation to the meeting of the equity shareholders of the Company convened by the Orders of the Hon'ble NCLT on Saturday, April 23, 2022 at 10.30 A.M. (IST) ("Meeting") through video conferencing ("VC"), pursuant to the provisions of the Sections 66, 230 - 232 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("the Rules") made thereunder and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Management Rules"), the Securities and Exchange Board of India Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 ("SEBI Master Circular") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), on the below mentioned resolution seeking approval of the public shareholders of the Company on the Composite Scheme of Arrangement amongst Jindal Stainless Limited, Jindal Stainless (Hisar) Limited, JSL Lifestyle Limited, JSL Media Limited, Jindal Stainless Corporate Management Services Private Limited and Jindal Lifestyle Limited and their respective shareholders and creditors (the "Scheme").



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I do hereby submit my report as under:

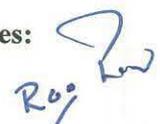
1. that, the Company had provided its members the facility to exercise their right to vote on the resolution contained in the Notice convening the Meeting through remote e-voting/e-voting for the Meeting by using the electronic voting system provided by Link Intime India Private Limited ("**Link Intime/ Service Provider/ RTA**"), in accordance with Clause 8.3 of the Secretarial Standards on General Meetings and the provisions of the Act and the Rules.
2. that the 1,07,548 (constituting 100% shares) members of the Company as on the cut-off date i.e. February 25, 2022 (the "**Cut-Off Date**") were entitled to vote on the resolution as set out in the notice convening the Meeting via remote e-voting and e-voting for the Meeting. The remote e-voting period remained open from March 24, 2022 at 9.00 a.m. (IST) to April 22, 2022 at 5.00 p.m. (IST).
3. that the voting rights of shareholders of the Company were in proportion of their shareholding to the fully paid-up equity share capital of the Company as on the Cut-off Date i.e. February 25, 2022 and as per the Register of Members of the Company. 1,07,548 Registered members of the Company as on cut-off date were entitled to attend the Meeting (either in person or by Authorised Representative under Section 113 of the Act) through VC and vote through electronic means at the Meeting or through remote e-voting.
4. that as confirmed by the Company, the notices of Meeting dated March 14, 2022 along with the Scheme and explanatory statement required under Sections 102, 230(3), 232(1), 232(2) of the Act read with the Rules, the Securities and Exchange Board of India Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 and other annexure(s) (the "**Notice**") were sent to all the equity shareholders of the Company in respect of the resolution contained in the Notice convening the Meeting through registered post. The Notices were also sent through e-mail to those shareholders whose e-mail addresses are registered with the Company / respective depositories.
5. that as further confirmed by the Company, advertisements *inter-alia* in relation to the Meeting, have been published in the newspapers, namely, "*Financial Express*" (English) and "*Jansatta*" (Hindi), respectively, (Delhi NCR edition) on March 22, 2022 indicating, *inter alia*, the day, date, place and time of the Meeting. The aforesaid advertisements were also disseminated on the website of the Company.
6. that as confirmed by the Company, affidavits of service has been filed by the authorized representative of the Company, i.e. Mr. Navneet Raghuvanshi, on April 13, 2022 with the Hon'ble NCLT, Chandigarh Bench.
7. that the shareholders of the Company who attended the Meeting through VC and who did not cast their vote through remote e-voting prior to the Meeting and they were given the facility to exercise their vote by using the e-voting mode as made available for the Meeting through VC. The e-voting module was opened for 15 minutes after the conclusion of the Meeting and was disabled by Link Intime thereafter.
8. that 50 shareholders holding 31,60,25,741 shares and constituting 60.14 % of shares have attended the meeting and out of which 5 shareholders have casted their vote through e-voting during the meeting.



9. that after the conclusion of e-voting at the Meeting, I have unblocked the e-voting module in the presence of the following two witnesses, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.

Witnesses:

1.


Name: **Raghav Kapoor** S/o. Mr. Dil Mohan Kapoor
Residence Address: House Number 685, Sector 8B, Chandigarh-160009
Ph: 9971002758.

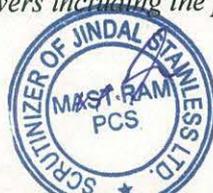
2.


Name: **Shivang Rawat** S/o. Mr. Bimalesh kumar,
Residence Address: House Number 429, Sector 10, Panchkula-134109
Ph: 9958182633.

10. that that I have scrutinized and reviewed the remote e-voting process as well as e-voting for the Meeting and votes tendered therein for the purpose of this report based on the data downloaded from the Link Intime e-voting system. The downloaded data was reconciled with the records maintained by Link Intime.
11. that the Management of the Company is responsible to ensure the compliance with the requirements of the Act and the rules and the SEBI Listing Regulations made thereunder relating to remote e-voting/ e-voting for the Meeting on the resolution contained in the Notice convening the Meeting of the equity shareholders of the Company.
12. that 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 contained in the Notice convening the Meeting, based on the reports generated from the e-voting system provided by Link Intime, the service provider of the remote e-voting platform and e-voting for the Meeting.
13. that the resolution placed before the shareholders for their approval through remote e-voting/e-voting for the Meeting and the result of the e-voting by the public shareholders of the Company on the resolution through remote e-voting /e-voting for the Meeting is given below:

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 66, 230-232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the provisions of Master Circular bearing number SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021, as amended from time to time, issued by the Securities and Exchange Board of India, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the observation letters with no adverse remarks dated March 4, 2021 and March 5, 2021 issued by BSE Limited and the National Stock Exchange of India Limited, respectively and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal, Chandigarh Bench (“Tribunal” or “NCLT”) and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval



of the Shareholders of the Company be and is hereby accorded to the Composite Scheme of Arrangement amongst Jindal Stainless Limited, Jindal Stainless (Hisar) Limited, JSL Lifestyle Limited, JSL Media Limited, Jindal Stainless Corporate Management Services Private Limited and Jindal Lifestyle Limited and their respective shareholders and creditors ("Scheme").

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, (including withdrawal of the Scheme), which may be required and/or imposed by the NCLT while approving the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

Report on result of e-voting by public shareholders of the Company on the Resolution:

(a) Votes in **favour** of the Resolution:

Voting Method	No. of public shareholders*	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	272	108392993	99.995%
E-voting	5	5400	0.004%
Total	277	108398393	99.999%

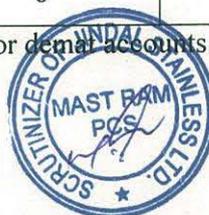
(b) Votes **against** the Resolution:

Voting Method	No. of public shareholders*	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	347	0.001%
E-voting	0	0	0
Total	4	347	0.001%

(c) Invalid Votes:

Voting Method	No. of public shareholders*	Number of votes cast by them
Remote e-voting	0	0
E-voting	0	0
Total	0	0

* There are shareholders, who have multiple folios or demat accounts.



Note: In case of remote e-voting it is reported that (i) one shareholder holding 70 shares voted only in respect of 40 shares, (ii) one shareholder holding 2,92,545 shares voted only in respect of 2,79,639 shares, and (iii) one shareholder holding 29,645 shares voted only in respect of 29,622 shares.

I have scrutinized the votes cast through remote e-voting and also through e-voting for the Meeting for the purpose of this report.

14. that no votes were declared invalid and there were no abstentions.
15. that based on the results of the remote e-voting/ e-voting at the Meeting, 277 public shareholders of the Company constituting 0.26% in number (% to total shareholders as on cut-off date) and 22.27% (% to total paid-up equity capital as on cut-off date) in value of the votes cast by the public shareholders of the Company have voted in favour of the Scheme.
16. that all relevant records and other incidental papers related to remote e-voting/e-voting for the Meeting were/will be handed over to the Chairperson/the Company.

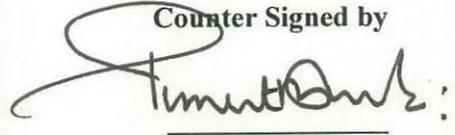
Thanking You.
Yours faithfully,


Mast Ram
Practicing Company Secretary
Membership Number: F3823



UDIN: F003823D000196158
Place: Chandigarh.
Date: 24th April, 2022.

Counter Signed by


Chairperson of the Meeting