



May 17, 2023

BSE Limited

Listing Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
Ph. No.: 022 - 2272 3121, 2037, 2041,
3719, 2039, 2272 2061
Email: corp.relations@bseindia.com

Security Code No.: 532508

The National Stock Exchange of India Ltd.

Listing Department,
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E),
Mumbai-400051
Ph. No.: 022 -2659 8237, 8238, 8347, 8348
Email: cmlist@nse.co.in

Security Code No.: JSL

Subject: Intimation under Regulation 54 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 - Security Cover Certificate for quarter ended 31st March, 2023

Dear Sir/Ma'am,

Pursuant to Regulation 54 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 19th May, 2022 bearing reference no. SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67, please find enclosed herewith the Security Cover Certificate as provided by the Lodha & Co., Chartered Accountants, Joint Statutory Auditor of the Company for quarter ended 31st March, 2023.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For Jindal Stainless Limited



Navneet Raghuvanshi
Head Legal & Company Secretary

Encl. a/a

CC:

Catalyst Trusteeship Limited
Windsor, 6th Floor, Office No. 604,
C.S.T Road, Kalina, Santacruz (East),
Mumbai-400098

Jindal Stainless Limited

CIN: L26922HR1980PLC010901

Gurugram Office: Stainless Centre, Plot No.- 50, Sector - 32, Gurugram - 122001, Haryana, India

T: +91 124 449 4100 **E:** info@jindalstainless.com **Website:** www.jindalstainless.com

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

Corporate Office: Jindal Centre, 12 Bhikaji Cama Place, New Delhi - 110066, India

T: +91 011-26188345, 41462000, 61462000

To
The Board of Directors
Jindal Stainless Limited
OP Jindal Marg,
Hisar, Haryana, 125005

Sub: Independent Joint Statutory Auditor's Certificate on Book Value of Assets of the Jindal Stainless Limited contained in the "Statement of Security Cover in respect of Non-Convertible Debentures of the Company as at 31st March 2023" ("the Statement")

1. We, Lodha & Co., Chartered Accountants, joint statutory auditors of Jindal Stainless Limited (CIN: L26922HR1980PLC010901) ('the Company') having registered office at OP Jindal Marg, Hisar, Haryana-125005 have issued this certificate in accordance with the terms of our engagement letter dated 12th May 2023 with the Company. The management has requested us to certify book value of Assets of the Company contained in the Statement with respect to the Listed, Rated, Redeemable Non-Convertible Debentures issued and outstanding as at 31st March 2023 as given in note 3 of the statement ("the debentures").

The Statement is prepared by the Company from the audited books of account and other relevant records and documents maintained by the Company as at and for the period ended 31st March 2023 ("the audited books of account") pursuant to requirements of Circular no. SEBI / HO / MIRSD / MIRSD_CRADT / CIR / P / 2022 / 67 dated 19th May 2022 issued by Securities and Exchange Board of India in terms of regulation 54 read with regulation 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 15(1)(t) of Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993 (hereinafter referred together as "the SEBI Regulations"), as amended, for the purpose of submission to Stock Exchange(s) and Catalyst Trusteeship Limited, Debenture Trustee of the Non-Convertible debentures (hereinafter referred to as "the Debenture Trustee") issued by the Company and outstanding as at 31st March 2023. The responsibility for compiling / preparation of the information contained in the Statement is of the Management of the Company and the same is initialled by us for identification purposes only.

Managements' Responsibility for the Statement

2. The preparation of the accompanying Statement is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes collecting, collating and validating data and presentation thereof. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement including preparation and maintenance.
3. The management of the Company is also responsible for providing all the relevant information to the Debenture Trustees, and for complying with all the requirements as stated in SEBI Regulations and as prescribed in the Debenture Trust Deeds, as amended (hereinafter referred to as the "Agreement") for maintenance of Security Cover.
4. The Management is also responsible for preparing and furnishing the financial information contained in the said statement which are annexed to this Certificate.



Auditor's Responsibility

5. Pursuant to the requirements of Circular no. SEBI / HO/ MIRSD / MIRSD _ CRADT /CIR/ P / 2022 / 67 dated 19th May 2022 issued by Securities and Exchange Board of India, our responsibility for the purpose of this certificate is to provide a limited assurance on whether the book value of assets of the Company contained in the Statement have been accurately extracted from the audited books of accounts of the Company and other relevant records and documents maintained by the Company. This did not include the evaluation of adherence by the Company with terms of the Agreement and the SEBI Regulations.
6. The engagement involves performing procedures to obtain sufficient appropriate evidence to provide limited assurance on the Statement as mentioned in paragraph 1 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgement, including the assessment of the risk associated with reporting criteria.

Accordingly, we have performed the following procedures in relation to the statement:

- a) Obtained and read the Statement compiled by the management from the audited books of account.
 - b) Verified that the information contained in the Statement has been accurately extracted from the audited books of accounts of the Company.
 - c) Verified the arithmetical accuracy of the information included in the Statement.
 - d) Reviewed the terms of the agreement to understand the nature of charge (viz. exclusive charge or pari-passu charge) on assets of the Company.
 - e) Obtained Register of Charges maintained by the Company as per the requirements of the Companies Act, 2013 to understand the composition of charges created on assets of the Company.
 - f) Made necessary inquiries with the management and obtained necessary representations in respect of matters relating to the Statement.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ("Guidance Note") issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
 8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Conclusion

9. Based on the procedures performed as referred to in paragraph 6 above and according to the information and explanations provided to us by the Management of the Company and representations obtained from the Company, nothing has come to our attention that causes us to believe that the book value of assets of the Company contained in the Statement have not been accurately extracted from audited books of account of the Company.
10. Our work was performed solely to assist you in meeting your requirements to comply the requirements as mentioned in paragraph 1 above. Our obligations in respect of this certificate are entirely separate from and our responsibility and liability are in no way changed by any other role we may have (or may have had) as the joint statutory auditors of the Company or otherwise. Nothing in this certificate nor anything said or done in the course of or in connection with the services that are the subject of this certificate, will extend any duty of care we may have in our capacity as auditors of the Company.



Restriction on Use

11. This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of onward submission with the Stock Exchange(s) and Debenture Trustee. Accordingly, this certificate is not included for general circulation or publication and is not to be reproduced or used for any purpose without our prior written consent, other than for the purpose stated above, and is not suitable for any other purpose.

For Lodha & Co,
Chartered Accountants
Firm's Registration No. 301051E

(Shyamal Kumar)
Partner

Membership No.: 509325

UDIN: 23509325BXJFS6326

Place: New Delhi

Date: 17th May 2023



Jindal Stainless Limited ("the Company")
Statement of Security Cover in respect of Non-Convertible Debentures of the Company as at 31st March 2023

(Rs. in crores)

| Column A | Column B | Column C | Column D | Column E | Column F | Column G | Column H | Column I | Column J | Column K | Column L | Column M | Column N | Column O | |
|---|--|--|--------------------|--|---|--|---|--|------------------|--|---|--|----------|-----------------|-----------------------|
| Particulars | Description of asset for which this certificate relate | Exclusive Charge | Exclusive Charge | Part- Passu Charge | Part- Passu Charge | Part- Passu Charge | Assets not offered as Security | Elimination (amount in negative) | (Total C to H) | Market Value for Assets charged on Exclusive basis | Related to only those items covered by this certificate | | | | Total Value(=K+L+M+N) |
| | | Debt for which this certificate being issued | Other Secured Debt | Debt for which this certificate being issued | Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari-passu charge) (Refer Note 4) | Other assets on which there is pari-passu charge (excluding items covered in column F) | debt amount considered more than once (due to exclusive plus pari passu charge) | Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) | | | Market Value for Pari passu charge Assets | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) | | | |
| | | Book Value | Book Value | Yes/No | Book Value | Book Value | | | | | | | | | |
| ASSETS | | | | | | | | | | | | | | | |
| Property, Plant and Equipment | Immovable Fixed Assets/ Movable Assets | - | - | Yes | 6,268.76 | 1,892.23 | - | - | 8,160.99 | - | - | - | - | 6,268.76 | 6,268.76 |
| Capital Work-in-Progress | Immovable Fixed Assets | - | - | Yes | 448.11 | 60.53 | - | - | 508.64 | - | - | - | - | 448.11 | 448.11 |
| Right of Use Assets | Immovable Fixed Assets/ Movable Assets | - | - | Yes | 450.70 | 6.42 | - | - | 457.12 | - | - | - | - | 450.70 | 450.70 |
| Goodwill | | - | - | - | - | - | 89.95 | - | 89.95 | - | - | - | - | - | - |
| Intangible Assets | Immovable Fixed Assets/ Movable Assets | - | - | No | - | - | 746.50 | - | 746.50 | - | - | - | - | - | - |
| Intangible Assets under Development | Immovable Fixed Assets/ Movable Assets | - | - | No | - | - | 11.56 | - | 11.56 | - | - | - | - | - | - |
| Investments | | - | - | - | - | 588.96 | 583.42 | - | 1,171.78 | - | - | - | - | - | - |
| Loans | | - | - | - | - | 7.26 | 103.55 | - | 110.81 | - | - | - | - | - | - |
| Inventories | | - | - | - | - | 7,728.87 | - | - | 7,728.87 | - | - | - | - | - | - |
| Trade Receivables | | - | - | - | - | 3,813.66 | - | - | 3,813.66 | - | - | - | - | - | - |
| Cash and Cash Equivalents | | - | - | - | - | 452.04 | - | - | 452.04 | - | - | - | - | - | - |
| Bank Balances other than Cash and Cash Equivalents | | - | - | - | - | 446.08 | - | - | 446.08 | - | - | - | - | - | - |
| Others | | - | - | - | - | 1,502.72 | 949.00 | - | 2,451.72 | - | - | - | - | - | - |
| Total | | - | - | - | 7,167.57 | 16,488.17 | 2,483.97 | - | 26,139.72 | - | - | - | - | 7,167.57 | 7,167.57 |
| LIABILITIES | | | | | | | | | | | | | | | |
| Debt securities to which this certificate pertains (Including Interest accrued) | Listed, Rated, Redeemable Non-Convertible Debenture | - | - | Yes | 481.19 | - | - | - | 481.19 | - | - | - | - | - | - |
| Other debt sharing pari-passu charge with above debt | | - | - | No | 1,781.90 | 1,233.25 (Refer Note 5) | - | - | 3,015.15 | - | - | - | - | - | - |
| Other Debt | | - | - | No | - | - | - | - | - | - | - | - | - | - | - |
| Subordinated debt | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Borrowings | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Bank | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Debt Securities | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Others | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Trade payables | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Lease Liabilities | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Provisions | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Others | | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Total | | - | - | - | 2,263.09 | 1,233.25 | - | - | 3,496.34 | - | - | - | - | - | - |
| Cover on Book Value | | | | | 3.17 | | | | | | | | | | |
| Cover on Market Value | | | | | | | | | | | | | | | |
| | | Exclusive Security Cover Ratio | | | Pari-Passu Security Cover Ratio | | | | | | | | | | |

Notes:

1) The financial information as at 31st March 2023 has been extracted from the audited books of account for the year ended 31st March 2023 and other relevant records and documents of the Company. The Management of the Company has exercised necessary due diligence to ensure appropriate extraction and compilation of the requisite information in the above table from the audited books of account of the Company.

2) As per sub para (a) of Para 3.1. of the circular SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19th May 2022, the statutory auditor of the listed entity is required to certify only the book values of the assets provided in the above Statement.

3) ISIN wise details of Secured Non-Convertible debentures and Interest accrued thereon:

| Sr No | ISIN | Amount in Rs. Crores | | |
|-------|--------------|----------------------|-----------------------------------|--|
| | | Sanction amount | Outstanding as on 31st March 2023 | Interest accrued as on 31st March 2023 |
| 1 | INE220G07119 | 375.00 | 375.00 | 2.86 |
| 2 | INE220G08034 | 99.00 | 99.00 | 4.33 |
| | Total | 474.00 | 474.00 | 7.19 |

4) As per Debenture trust deed entered on 27th September 2022, "Secured Assets" means first ranking pari passu charge over the movable and immovable fixed assets of the Company in accordance with the terms of Debenture Trust Deed which from time to time are, or are expressed to be, subject of the Transaction Security created or expressed to be created in favour of the Debenture Trustee for the benefit of the Finance Parties pursuant to the Security Documents. In this regard necessary forms for creating charge on 990 nos. rated, listed, redeemable, non-convertible debentures of Rs. 10,00,000 each aggregating to Rs. 99 crores shall be filed with the Registrar of Companies in due course.

5) Includes borrowings of erstwhile Jindal Stainless (Hisar) Limited (which was amalgamated with the Company pursuant to Scheme of arrangement approved by Hon'ble NCLT) secured by first pari passu charge and working capital of the Company secured by second pari passu charge.

6) This statement is prepared in accordance with Regulation 54 read with Regulation 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular on Monitoring and Disclosures by Debenture Trustee(s) vide circular No SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19th May 2022 ("the Regulations").

