

June 10, 2019

BSE Limited Corporate Relationship Department, 1 st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai – 400 001 corp.relations@bseindia.com Scrip Code : 532286	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai-400051 cmllist@nse.co.in Symbol : JINDALSTEL
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Subject: Postal Ballot Notice and Newspaper advertisement for completion of dispatch of Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copies of Postal Ballot Notice dated May 21, 2019 together with Explanatory Statement thereto and Postal Ballot Form, sent to the members/shareholders of the Company, for seeking their approval for the resolution mentioned therein.

The Postal Ballot Notice together with Explanatory Statement thereto and Postal Ballot Form, have been sent to the members/shareholders whose names appear on the Register of Members/List of Beneficial Owners received from the Registrar and Transfer Agent ("RTA"), National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") [NSDL and CDSL collectively referred as Depositories]. The Company has on June 8, 2019 completed the dispatch of Postal Ballot Notice together with Explanatory Statement thereto and Postal Ballot Form:

- in physical mode through Registered Post, along with a postage-prepaid self-addressed business reply envelope to the Members who have not registered their e-mail ids with Company/ Depositories/ Depository Participants or RTA; and
- through electronic means by way of sending emails through CDSL to the Members/shareholders of the Company whose e-mail ids are registered in the records of the Company/Depositories/ Depository Participants or RTA

Jindal Steel & Power Limited

Corporate Office: Jindal Centre, 12 Bhikaiji Cama Place, New Delhi 110 066

CIN: L27105HR1979PLC009913

T: +91 11 4146 2000 **F:** +91 11 2616 1271 **W:** www.jindalsteelpower.com **E:** jsplinfo@jindalsteel.com

Registered Office: O. P. Jindal Marg, Hisar, 125 005, Haryana





Copies of newspaper advertisement published in "Mint" (English) and "Hari Bhoomi" (Regional Language) today with regard completion of dispatch of the Postal Ballot Notice together with Explanatory Statement and Postal Ballot Form are also enclosed herewith.

Kindly take the above information on record.

Thanking You.

Yours faithfully,

For Jindal Steel & Power Limited


Jagadish Patra

Vice President & Company Secretary



Encl: As above

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Jindal Steel & Power Limited



Registered Office: O.P. Jindal Marg, Hisar – 125 005 (Haryana)
Corporate Secretariat Office: Jindal Centre, Tower-B, 4th Floor, Plot No.2, Sector-32, Gurgaon-122001 (Haryana)
CIN: L27105HR1979PLC009913 | Website: www.jindalsteelpower.com |
Email: jsplinfo@jindalsteel.com
Tel.: +91 124 6612000 Fax: +91 11 26161271

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Secretarial Standards – 2 issued by the Institute of Company Secretaries of India, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") that the resolutions appended below are proposed to be passed by the members of the Jindal Steel & Power Limited by way of Postal Ballot including voting by electronic means ("e-voting").

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the proposed resolutions, setting out all the material facts and reasons thereof, is annexed herewith along with the Postal Ballot Form for your consideration.

The Board of Directors has, in compliance with Rule 22(5) of the aforesaid Rules, appointed Mr. Navneet Arora of M/s Navneet K. Arora & Co., LLP, Company Secretaries, as the Scrutinizer, for conducting the postal ballot and e-voting process in a fair and transparent manner.

Members are requested to carefully read the instructions printed overleaf of the Postal Ballot Form and record assent (for) or dissent (against) therein by filling necessary details and sign at the designated place in the Postal Ballot Form and return the same in original duly completed in enclosed postage prepaid self-addressed, Business Reply Envelope (if posted in India), so as to reach the Scrutinizer not later than 5.00 P.M. on July 8, 2019.

Please note that Postal Ballot Forms, received after the said date will be strictly treated as if, a reply from such member has not been received.

In compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the said Rules and Regulation 44 of the Listing Regulations, as amended, the Company is also offering the facility of e-voting to all Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the Instructions for casting of votes by e-voting.

Upon Completion of the scrutiny of the Postal Ballot Forms and votes casted through e-voting, the Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company or any person as may be authorized by them. The result of the Postal Ballot will be announced on or before July 10, 2019 and will be displayed on the Notice Board of the Company at its Registered Office and its Corporate Office of the Company. The same will be intimated to BSE Limited and National Stock Exchange of India Limited, where shares of the Company are listed. Additionally, the results will also be published on the Company's Website i.e. www.jindalsteelpower.com. The appended Resolutions shall be deemed to have been passed, if approved by requisite majority, on the last date specified by the Company for receipt of duly completed postal ballot forms or completion of e-voting.

SPECIAL BUSINESSES:

Item no. 1

To re-appoint Mr. Ram Vinay Shahi (DIN: 01337591), as an Independent Director for the second term of 2 years.

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ram Vinay Shahi (DIN:01337591), who was appointed as a Non-Executive Director in the category of Independent Director of the Company to hold office for first term of 5 consecutive years upto July 29, 2019 and being eligible, be and is hereby re-appointed as a non-Executive Director in the category of Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 2 (two) consecutive years w.e.f. July 30, 2019 till July 29, 2021.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, things and deeds, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 2

To re-appoint Mr. Arun Kumar Purwar (DIN:00026383), as an Independent Director for the second term of 2 years.

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Arun Kumar Purwar (DIN:00026383), who was appointed as a Non-Executive Director in the category of Independent Director of the Company to hold office for first term of 5 consecutive years upto July 29, 2019 and being eligible, be and is hereby re-appointed as a non-Executive Director in the category of Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 2 (two) consecutive years w.e.f. July 30, 2019 till July 29, 2021.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, things and deeds, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 3

To re-appoint Mr. Sudershan Kumar Garg (DIN:00055651), as an Independent Director for the second term of 2 years.

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Sudershan Kumar Garg (DIN:00055651), who was appointed as a Non-Executive Director in the category of Independent Director of the Company to hold office for first term of 5 consecutive years upto July 29, 2019 and being eligible, be and is hereby re-appointed as a non-Executive Director in the category of Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 2 (two) consecutive years w.e.f. July 30, 2019 till July 29, 2021.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, things and deeds, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 4

To re-appoint Mr. Hardip Singh Wirk (DIN:00995449), as an Independent Director for the second term of 2 years.

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Hardip Singh Wirk (DIN:00995449), who was appointed as a Non-Executive Director in the category of Independent Director of the Company to hold office for first term of 5 consecutive years upto July 29, 2019 and being eligible, be and is hereby re-appointed as a non-Executive Director in the category of Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 2 (two) consecutive years w.e.f. July 30, 2019 till July 29, 2021.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, things and deeds, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 5

To appoint Mr. N.A. Ansari (DIN:03340568), as a Director.

The Members are requested to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 152, 160 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, Mr. N.A. Ansari (DIN: 03340568), who was appointed as an Additional Director in the category of Executive Director by the Board of Directors of the Company w.e.f March 29, 2019, who holds office upto the date of ensuing Annual General Meeting of the Company be and is hereby appointed as a Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 6

To appoint Mr. N.A. Ansari (DIN:03340568), as a Wholetime Director designated as Jt. Managing Director.

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals, as may be required and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment of Mr. N.A. Ansari (DIN:03340568) as a Wholetime Director of the Company, be designated as Jt.Managing Director, for a period of 3 (three) years from March 29, 2019, on the terms and conditions including remuneration as enumerated herein below:

- a) Period of appointment: March 29, 2019 to March 28, 2022
- b) Basic Salary: Rs. 96,00,000 /- (Rupees Ninety Six Lakh only) per annum.

- c) Flexible Compensation Plan as per Company's Policy: Rs. 1,32,48,000/- (Rupees One Crore Thirty Two Lakh Forty Eight Thousand only) per annum.
- d) He shall also be entitled to the following perquisites:
- (i) Employer's Contribution to Provident Fund.
 - (ii) Gratuity in accordance with Company's Policy.
 - (iii) Mediclaim Insurance coverage for self and family as per Company's policy.
 - (iv) Group Personal Accident Insurance as per Company's Policy.
 - (v) Mobile phone, telephone facility, I- pad, laptop etc. as per Company's Policy.
 - (vi) Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.
 - (vii) Any other allowances/perquisites as per the policy of the Company. The perquisites and allowances, shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs, medical assistance and leave travel concession for self and family including dependents. The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules thereunder or any statutory modification(s) or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.
 - (viii) He shall also be entitled to reimbursement of expenses on actual basis which are incurred for business of the Company.
 - (ix) He shall be entitled for options/ shares under the Company's ESOP/ESPS schemes/plans or any other schemes/ plans as per the policy of the Company in accordance with extant regulations/rules.
 - (x) he shall be entitled for Company Car (maximum upto 2) for self/official purposes.
 - (xi) He shall be entitled for such other benefits, perquisites, allowances, reimbursements and facilities as may be determined by the Board from time to time.
 - (xii) He shall not be entitled for any sitting fees for attending any meetings of Board vis-à-vis Committees.
 - (xiii) In case the Company has no profits or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above as minimum remuneration to him.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) be and is hereby authorized to revise the remuneration upto 20% of his gross salary per annum for such quantum, periodicity and interval subject to overall limits as prescribed, from time to time, under the Act;

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, deeds, and things, as it may, in its absolute discretion deem necessary to give effect to this resolution."

Item no. 7

To consider, ratify and approve the payment and waiver of the recovery of excess remuneration paid to Mr. Naveen Jindal (DIN: 00001523), Wholtime Director designated as Chairman of the Company

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Schedule V to the Act (as amended by the Ministry of Corporate Affairs vide its notification no S.O. 4822(E) and S.O. 4823(E) dated September 12, 2018), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to other regulatory approval(s), if any, and in furtherance of the approval of the Members of the Company accorded by passing the Special Resolution in the 39th Annual General Meeting held on September 28, 2018 and pursuant to the recommendations of Nomination and Remuneration Committee and Board of Directors of the Company, the approval of the members be and is hereby accorded to ratify the payment of the remuneration and confirm the waiver of the recovery of excess remuneration, paid, over and above the limits prescribed under the provisions of the Act, to Mr. Naveen Jindal (DIN:- 00001523), Wholtime Director designated as the Chairman of the Company for the period of 6 months w.e.f. April 1, 2017 to September 30, 2017, on the terms and conditions as approved by the members of the Company by way of Special Resolution in the 39th Annual General Meeting and as set out in the explanatory statement annexed hereto;

RESOLVED FURTHER THAT Board of Directors or any Committee thereof be and is hereby authorised to obtain necessary approvals – statutory, contractual or otherwise, do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and settle any question or difficulty that may arise in such manner as it may deem fit in order to give effect to the above resolution."

Item no. 8

To consider and approve the waiver of the recovery of excess remuneration paid and payment of remuneration to Mr. Naveen Jindal (DIN: 00001523), Wholtime Director designated as Chairman of the Company

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if

any, of the Companies Act, 2013 ("the Act"), Schedule V to the Act (as amended by the Ministry of Corporate Affairs vide its notification no S.O. 4822(E) and S.O. 4823(E) dated September 12, 2018), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to other regulatory approval(s), if any and in furtherance of the approval of the Members of the Company accorded by passing the Special Resolution in the 38th Annual General Meeting held on September 22, 2017 and pursuant to the recommendations of Nomination and Remuneration Committee and Board of Directors of the Company, the approval of the members be and is hereby accorded to ratify and confirm the waiver of the recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Act, for the period from October 1, 2017 to March 31, 2018 and April 1, 2018 to March 31, 2019 and for payment of remuneration during the remaining tenure of Mr. Naveen Jindal (DIN:00001523), Wholetime Director designated as the Chairman of the Company on the terms and conditions as approved by the members by way of Special Resolution in the 38th Annual General Meeting and as set out in the explanatory statement annexed hereto;

RESOLVED FURTHER THAT Board of Directors or any Committee thereof be and is hereby authorised to obtain necessary approvals – statutory, contractual or otherwise, do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and settle any question or difficulty that may arise in such manner as it may deem fit in order to give effect to the above resolution."

Item no. 9

To consider and approve the waiver of the recovery of excess remuneration paid and payment of remuneration to Mr. Dinesh Kumar Saraogi (DIN: 06426609), Wholetime Director of the Company

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Schedule V to the Act (as amended by the Ministry of Corporate Affairs vide its notification no S.O. 4822(E) and S.O. 4823(E) dated September 12, 2018) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to other regulatory approval(s), if any, and in furtherance of the approval of the Members of the Company accorded by passing the Special Resolution(s) in the 38th Annual General Meeting held on September 22, 2017 and 39th Annual General Meeting held on September 28, 2018 and pursuant to the recommendations of Nomination and Remuneration Committee and Board of Directors of the Company, the approval of the members be and is hereby accorded to ratify and confirm the waiver of the recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Act, for the period from November 9, 2017 to March 31, 2018 and April 1, 2018 to March 31, 2019 and for payment of remuneration during the remaining tenure of Mr. Dinesh Kumar Saraogi (DIN:06426609), Wholetime Director, on the terms and conditions as approved by the members by way of Special Resolution(s) in the 38th Annual General Meeting and 39th Annual General Meeting and as set out in the explanatory statement annexed hereto;

RESOLVED FURTHER THAT Board of Directors or any Committee thereof be and is hereby authorised to obtain necessary approvals – statutory, contractual or otherwise, do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and settle any question or difficulty that may arise in such manner as it may deem fit in order to give effect to the above resolution."

Item no. 10

To consider, ratify and approve the payment and waiver of the recovery of excess remuneration paid to Mr. Rajeev Rupendra Bhadauria (DIN: 00376562), Wholetime Director of the Company

The Members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Schedule V to the Act (as amended by the Ministry of Corporate Affairs vide its notification no S.O. 4822(E) and S.O. 4823(E) dated September 12, 2018) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to other regulatory approval(s), if any, and in furtherance of the approval of the Members of the Company accorded by passing the Special Resolution(s) in the 38th Annual General Meeting held on September 22, 2017 and 39th Annual General Meeting held on September 28, 2018 and pursuant to the recommendations of Nomination and Remuneration Committee and Board of Directors of the Company, the approval of the members be and is hereby accorded to ratify the payment and confirm the waiver of the recovery of excess remuneration paid, over and above the limits prescribed under the provisions of Act, to Mr. Rajeev Rupendra Bhadauria (DIN: 00376562), Wholetime Director of the Company for the period commencing from May 27, 2018 to January 31, 2019, on the terms and conditions as approved by the members by way of Special Resolution(s) in the 38th Annual General Meeting and 39th Annual General Meeting and as set out in the explanatory statement annexed hereto;

RESOLVED FURTHER THAT Board of Directors or any Committee thereof be and is hereby authorised to obtain necessary approvals – statutory, contractual or otherwise, do all such acts, deeds, matters and things as are incidental thereto or as may be deemed necessary or desirable and settle any question or difficulty that may arise in such manner as it may deem fit in order to give effect to the above resolution."

By order of the Board

Place: New Delhi
Dated: May 21, 2019

Jagadish Patra
Vice-President & Company Secretary
FCS: 5320

NOTES:

1. The Notice of Postal Ballot is being sent to all the members, whose names appear in the Register of Members/List of Beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (NSDL and CDSL collectively be referred as Depositories) as on May 24, 2019 i.e. the cut-off date for dispatch of Notice of Postal Ballot. The Voting rights shall also be reckoned on the paid up value of shares registered in the name(s) of the members on the cut-off date, i.e. May 24, 2019 as per the Register of Members / List of Beneficial Owners maintained by the Depositories and shall be in proportion to one vote per fully paid equity share of the Company held by them as on the cut-off date i.e. May 24, 2019.
2. Members, who have registered their email IDs for receipt of documents in electronic form are being sent the Notice of Postal Ballot by e-mail at the e-mail address registered with their Depository Participant/ the Company's Registrar & Transfer Agent. For Members whose e-mail IDs are not registered, physical copies of the notice of Postal Ballot are being sent by post along with Postal Ballot Form and a postage-prepaid self-addressed Business Reply envelope.
3. This Postal Ballot Notice along with the Postal Ballot Form have also been made available on the website of the Company i.e. www.jindalsteelpower.com and on the website of CDSL i.e. www.evotingindia.com.
4. The dispatch of the Postal Ballot Notice shall be announced through an advertisement in at least (one) English Newspaper and at least (one) Hindi newspaper, each with wide circulation in the district, where the registered office of the Company is situated and hosted on the Company Website.
5. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules framed thereunder, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its Members. Please note that e-voting is an alternate mode to cast vote and is optional. **HOWEVER IN CASES WHERE MEMBERS CAST THEIR VOTES THROUGH BOTH MODES I.E. PHYSICAL POSTAL BALLOT AND E-VOTING, THEN VOTES CAST THROUGH E-VOTING SHALL PREVAIL AND VOTES CAST THROUGH PHYSICAL POSTAL BALLOT SHALL BE TREATED AS INVALID NOTWITHSTANDING WHICHEVER OPTION IS EXERCISED FIRST.**
6. The e-voting will be available during the following period:

Commencement of e-voting	:	From 9.00 a.m. (IST) on June 9, 2019
End of e-voting	:	Up to 5.00 p.m. (IST) on July 8, 2019

During this period, members of the Company, holding shares either in physical form or in dematerialised form as on May 24, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is casted by the member, he/she shall not be allowed to change it subsequently.
7. The last date for receipt of physical Postal Ballot Forms, is upto 05.00 p.m. on July 8, 2019. Please note that Physical Postal Ballot Forms, received after the said date will be strictly treated as if a reply from such member has not been received.
8. The Board of Directors ("The Board") has appointed Mr. Navneet Arora of M/s Navneet K. Arora & Co., LLP, Company Secretaries, as the Scrutinizer, for conducting the postal ballot/ e-voting process in a fair and transparent manner.
9. After completion of the scrutiny of the Postal Ballot Forms and votes casted through e-voting, the Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company or any person as may be authorized by them. The Scrutinizer's decision on the validity of the Postal Ballot/e-voting shall be final. The result of the Postal Ballot will be announced on or before July 10, 2019 and the same will be displayed on the Notice Board of the Company at its Registered Office and its Corporate Office of the Company, will be intimated to BSE Limited and National Stock Exchange of India Limited, where shares of the Company are listed. Additionally, the results will be published on the Company's Website i.e. www.jindalsteelpower.com. The appended Resolutions shall be deemed to have been passed, if approved by requisite majority, on the last date specified by the Company for receipt of duly completed postal ballot forms or completion of e-voting.
10. Member(s) having any grievance(s) pertaining to Postal Ballot/e-voting process can contact the Company Secretary at Corporate Secretarial Office, Jindal Centre, 4th Floor, Plot no. 2, Sector-32, Gurgaon-122001 Ph. No.: +91 124 6612000, email Id: investorcare@jindalsteel.com.
11. All the documents referred to in the accompanying notice and explanatory statement shall be opened for inspection at the Registered Office of the Company without any fee on all working days of the Company between 10.00 a.m. and 1.00 p.m. from date of dispatch of notice upto the last date of receipt of votes by postal ballot/ e-voting.

By order of the Board

Place: New Delhi
Dated: May 21, 2019

Jagadish Patra
Vice-President & Company Secretary
FCS: 5320

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES RELATED THERETO
ITEM NO. 1, 2, 3 & 4:**

Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk, were appointed as Independent Directors on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and erstwhile clause 49 of the Listing Agreement with the Stock Exchanges, on the Board for a period of 5 years commencing from July 30, 2014 till July 29, 2019 ["first term" in line with the explanation to Section 149(10) and 149(11) of the Act]

Your Board of Directors taking into consideration the recommendations of Nomination and Remuneration Committee and given their background, experience and contribution made by them during their tenure as Independent Directors and the performance evaluation feels that the continued association of Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk would be beneficial to the interest of Company as Independent Directors. Accordingly, the Board of Directors proposed the re-appointment of Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk, as Independent Directors of the Company, not liable to retire by rotation and to hold office, for a further term of 2 (two) consecutive years on the Board of the Company w.e.f. July 30, 2019.

The Company has also received the consent and declaration from Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk, that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and under Section 164 of the Act that they are not disqualified for being re-appointed as Independent Directors.

In the opinion of the Board, Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk, fulfil the conditions for the re-appointment as Independent Directors as specified under the Act and the Listing Regulations.

Provisions of Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment for a further term up to five consecutive years on the Board on passing a special resolution by the Company and disclosure of such appointment in its Board's report.

In terms of the Listing Regulations, no listed Company shall appoint a person or continue the Directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution passed to that effect. It may be noted that Mr. Ram Vinay Shahi and Mr. Arun Kumar Purwar, will attain the age of seventy five years during their further term. Therefore, this statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Details of Directors whose re-appointment as Independent Directors is proposed at Item Nos. 1, 2, 3, and 4, are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Copy of the draft letter for re-appointment of Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk, setting out the terms and conditions would be available for inspection at the Registered Office of the Company.

Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk are interested in the resolutions set out at Item Nos. 1, 2, 3 and 4 of the notice with regard to their respective re-appointments. The relatives of Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Sudershan Kumar Garg and Mr. Hardip Singh Wirk may deemed to be interested in the respective resolutions to the extent of their shareholding, if any, in the Company.

Save as except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The board recommends the Special Resolutions set out in item no. 1, 2, 3 and 4 of the notice for approval by the members.

ITEM NO. 5 & 6

In view of the long association and serving the company in various leadership capacities and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on March 29, 2019, had approved the appointment of Mr. N.A. Ansari, as an Additional Director and Wholetime Director designated as Jt. Managing Director of the Company for a period of 3 years w.e.f March 29, 2019 on the terms and conditions as set out in the resolution set out in the item no. 6 above.

Pursuant to the provisions of Section 160 of the Companies Act, 2013 ("the Act"), Mr. N.A. Ansari, as an Additional Director, will hold office upto the date of ensuing Annual General Meeting of the Company. As the Company seeking the approval of the members for certain matters in the interim, your Board thinks it is prudent to obtain approval as well for the the appointment of Mr. N.A. Ansari as a Director of the Company and therefore, recommends the same for your approval.

Brief Profile

Mr. N.A. Ansari started his career with Tata Steel, Jamshedpur in 1974 and worked there in various capacities for about 34 years. During this period he worked largely for modernising the steel plant and developed expertise in managing large projects. He left Tata Steel when he was GM Kalinganagar project.

He joined JSPL group as Executive Director at Patratu unit, Jharkhand in September 2008. During his tenure at Patratu, he was instrumental in successfully commissioning the two rolling mills of combined capacity of 1.6 MTPA. Subsequently he became Executive Director-Incharge of JSPL Raigarh as well as appointed as Whole time Director the Company. Under his leadership, Raigarh plant not only achieved the rated capacity, but went beyond it.

He was actively involved in setting up and turnaround of Shadeed Iron & Steel Co. (JSIS) As CEO JSIS, he was instrumental in transforming the plant to an integrated steel plant with installation of new 2 MTPA EAF & 1.4 MTPA Bar Mill. JSIS long product and "Jindal Panther TMT brand" acquired leadership position in Middle East Long product market.

Mr. Ansari has 43 years of rich industry experience. He led a large workforce and had been responsible for several innovative practices. Under his dynamic leadership, various projects like SMS, Rolling Mills, Sinter plant, Blast Furnace, Raw Material Handling facilities and Power Plant etc. have been completed in record time and cost.

Mr. Ansari obtained B.Sc. Engineering degree in Mechanical Engineering from AMU, Aligarh in 1974, obtaining first class first position & thus securing gold medal. He has also done various management courses from Wharton School of Business, USA, INSEAD, Singapore and ISB, Hyderabad.

As per the provisions of Section 196, 197 read with Schedule V of the Act and rules framed thereunder, from time to time, in the event of no profit or profits are inadequate, the Company may pay remuneration as per the terms & conditions of the Section II of Part II of Schedule V to the Act.

Mr. N.A. Ansari is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act and has given his consent to act as Director.

Further, currently, the Company has not defaulted in payment of dues to any of its banks, public financial institutions, non convertible debenture holders or any other secured creditors, therefore, their prior approval is not required.

The other information as required under (a) Section II of Part II of the Schedule V to the Act; (b) the parameters for consideration of remuneration as prescribed under Rule 6 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended) and (c) Secretarial Standard on General Meetings (SS-2) in relation to the appointment or re-appointment of directors (d) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; has been provided herewith under the head 'Additional Information' annexed to the notice.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. N.A. Ansari, Wholetime Director designated as Jt. MD/ his relative who are interested in the resolutions set out in Item No. 5 and item no. 6 of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolution set out in item no. 5 and Special Resolution set out in Item No. 6 of the notice for approval by the members.

Item no. 7, 8, 9 & 10

It may be noted that the members of the Company in the 38th Annual General Meeting held on September 22, 2017, approved the re-appointment of Mr. Naveen Jindal, as Wholetime Director designated as Chairman, Mr. Dinesh Kumar Saraogi, as Wholetime Director and Mr. Rajeev Rupendra Bhadauria, as Wholetime Director of the Company for a period of 3 years w.e.f. October 1, 2017, November 9, 2017 and May 27, 2018 respectively on the following terms & conditions:

Mr. Naveen Jindal, Wholetime Director designated as the Chairman

- a) Remuneration : Rs. 14,78,40,000 (Rupees Fourteen Crore Seventy Eight Lakhs and Forty Thousand only) per annum.
- b) Reimbursement of expenses on actual basis which are incurred for business of the Company.
- c) Benefits, perquisites, allowances, reimbursements and facilities as per the policy of the Company. The perquisites and allowances, shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs, medical assistance and leave travel concession for self and family including dependents. The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules framed thereunder or any statutory modification(s) or re-enactment(s) thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.
- d) The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.
- e) In case the Company has no profits or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above or as per the limits prescribed under Schedule V to the Companies Act, 2013 ("the Act"), whichever is lower.

Mr. Dinesh Kumar Saraogi, Wholetime Director

- a) Basic Salary : Rs.3,80,160/- (Rupees Three Lakh Eighty Thousand One Hundred and Sixty Only) per month.
- b) Flexible Compensation Plan : Rs. 5,24,621/- (Rupees Five Lakh Twenty Four Thousand Six Hundred and Twenty One Only) per month.
- c) Performance based Target Variable Pay of Rs. 28,51,200/- (Rupees Twenty Eight Lakh Fifty One Thousand Two Hundred Only) per annum.
- d) Perquisites:
 - i. Employer's Contribution to Provident Fund.
 - ii. Gratuity in accordance with Company's Policy.
 - iii. Mediciam Insurance coverage for self and family as per Company's policy.
 - iv. Group Personal Accident Insurance as per Company's Policy.
 - v. Leave encashment in accordance with Company's Policy.

- vi. Mobile phone, telephone facility, I- pad, laptop etc. as per Company's Policy.
- vii. Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.
- e) Reimbursement of expenses incurred for business purpose on actuals.
- f) In case the Company has no profits or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, benefits, perquisites, allowances, reimbursements and facilities as specified above or as per the limits prescribed under Schedule V to the Act, whichever is lower.
- g) Authorisation to Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) to revise the remuneration subject to maximum 20% of his gross salary per annum including that for the financial year 2016-17 for such quantum, periodicity and interval subject to overall limits as prescribed, from time to time, under the Act;

Mr. Rajeev Rupendra Bhadauria, Wholetime Director

- a) Basic Salary: Rs. 6,28,615/- (Rupees Six Lakh Twenty Eight Thousand Six Hundred Fifteen only) per month
- b) Flexible Compensation Plan : Rs. 8,67,489/- (Rupees Eight Lakh Sixty Seven Thousand Four Hundred Eighty Nine only) per month
- c) Performance based Target Variable Pay of Rs.56,57,544/-(Rupees Fifty Six Lakh Fifty Seven Thousand Five Hundred Forty Four Only).
- d) Perquisites:
 - i. Employer's Contribution to Provident Fund.
 - ii. Gratuity in accordance with Company's Policy.
 - iii. Mediclaim Insurance coverage for self and family as per Company's policy.
 - iv. Group Personal Accident Insurance as per Company's Policy.
 - v. Leave encashment in accordance with Company's Policy.
 - vi. Mobile phone, telephone facility, I- pad, laptop etc. as per Company's Policy.
 - vii. Furniture/ fixtures/ home furnishing loan or any other loan as per Company's Policy.
 - viii. Company owned car, chauffeur and fuel.
- e) Reimbursement of expenses incurred for business purposes on actuals.
- f) In case the Company has no profits or its profits are inadequate in any financial year, the Company will pay remuneration by way of salary, performance based target variable pay, benefits, perquisites, allowances, reimbursements and facilities as specified above or as per the limits prescribed under Schedule V to the Act, whichever is lower.
- g) Authorisation to Board of Directors (hereinafter referred to as "Board" which term shall include the Nomination and Remuneration Committee of the Board) to revise the remuneration subject to maximum 20% of his gross salary per annum including that for the financial year 2016-17 for such quantum, periodicity and interval sub subject to overall limits as prescribed, from time to time, under the Act;

Subsequently as per the then provisions of the Companies Act, 2013, the Company had filed applications with the Ministry of Corporate Affairs ("MCA") for seeking necessary approvals for payment of the remuneration to Mr. Naveen Jindal, Wholetime Director designated as the Chairman of the Company, Mr. Rajeev Rupendra Bhadauria, Wholetime Director and Mr. Dinesh Kumar Saraogi, Wholetime Director of the Company.

It may further be noted that members of the Company in their 39th Annual General Meeting held on September 28, 2018, approved:

- (i) the ratification of the payment and waiver of the recovery of excess remuneration paid to Mr. Naveen Jindal, Wholetime Director designated as Chairman of the Company for the period April 1, 2017 to September 30, 2017 as follows:
 - a) Basic Salary : Rs. 1,10,00,000 (Rupees One Crore Ten Lakh Only) per month.
 - b) Reimbursement of expenses on actual basis which are incurred for business of the Company.
 - c) Benefits, perquisites, allowances, reimbursements, retirement benefits and facilities restricted to a cap of 25% of the Salary as mentioned above.
- (ii) the amendment in the terms & conditions of the re-appointment of Mr. Rajeev Rupendra Bhadauria and Mr. Dinesh Kumar Saraogi, Wholetime Directors as to include the following:
 - a) Entitlement for options/ shares under the ESOP/ESPS schemes/plans as per the policy of the Company in accordance with extant regulations/rules.
 - b) Entitlement for such other benefits, perquisites, allowances, reimbursements and facilities as may be determined by the Board from time to time.

The approval of the members for the waiver of the recovery of excess remuneration paid to Mr. Naveen Jindal, Wholetime Director designated as Chairman of the Company for the period April 1, 2017 to September 30, 2017 by way of Special Resolution was taken as advised by the MCA vide its letter dated July 19, 2018 consequent to the application filed with the MCA for seeking the approval towards waiver of recovery of excess remuneration paid during the period April 1, 2017 to September 30, 2017.

In the interim, the Ministry of Corporate Affairs, vide its notification no. S.O. 4822(E) and S.O. 4823(E) dated September 12, 2018 (which has come into force with effect from September 12, 2018 (the "Effective Date") has done away with the requirement of obtaining the

approval of the MCA and permits the Company to pay remuneration to managerial personnel in excess of the limits prescribed under Section 197 read with Schedule V to the Act with the consent of the members of the company by way of a special resolution by amending the relevant provisions pursuant to the Companies (Amendment) Act, 2017 (the "Amendment Act"), as it was required under erstwhile Section 197 read with Schedule V to the Act and any application pending with the MCA for the above purposes shall be deemed to be abated on the Effective Date and advised the Companies to take fresh approvals from the members of the Company within a period of 1 (one) year from the Effective Date in relation to the remuneration paid / payable to the managerial personnel or waiver of recovery of excess remuneration paid to the managerial personnel.

In view of the above amendments, following applications filed by the Company for seeking the approvals of MCA towards payment of managerial remuneration have been abated by MCA and advised the Company to take necessary approval in accordance with the amended provisions of the Act:

- a. Approval for the ratification of payment and waiver of the recovery of excess remuneration paid to Mr. Naveen Jindal, Wholetime Director designated as the Chairman of the Company for the period commencing from April 1, 2017 to September 30, 2017.
- b. Approval for the payment of remuneration to Mr. Naveen Jindal, Wholetime Director designated as the Chairman, Mr. Dinesh Kumar Saraogi, Wholetime Director and Mr. Rajeev Rupendra Bhadauria, Wholetime Director for the period of 3 years w.e.f October 1, 2017, November 9, 2017 and May 27, 2018 respectively.

The members may note that Mr. Rajeev Rupendra Bhadauria, Wholetime Director has stepped down from the Company from the close of business hours of January 31, 2019.

In view of the above, the Board of Directors in its meeting held on May 21, 2019, after considering the recommendations of Nomination and Remuneration Committee, recommended special resolutions set out in item no. 7 to item no. 10 for your approval.

The other information as required under (a) Section II of Part II of the Schedule V to the Act; and (b) Secretarial Standards on General Meetings (SS-2) in relation to the appointment or re-appointment of directors (c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; in relation to Mr. Naveen Jindal, Wholetime Director designated as the Chairman and Mr. Dinesh Kumar Saraogi, Wholetime Director have been provided herewith under the head 'Additional Information' annexed to the notice.

Further, currently, the Company has not defaulted in payment of dues to any of its banks, public institutions, non-convertible debenture holders or any other secured creditors, therefore, their prior approval is not required.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Naveen Jindal, Wholetime Director designated as Chairman and Mrs. Shallu Jindal, Director/ their relatives who are interested in the resolutions set out in Item No. 7 and 8, Mr. Dinesh Kumar Saraogi, Wholetime Director / his relative who are interested in the resolution set out in Item No. 9, of this notice, are, in any way, concerned or interested, financially or otherwise, in these resolutions.

ADDITIONAL INFORMATION

[Additional Information in terms of (a) Section II of Part II of the Schedule V to the Act; (b) Secretarial Standards on General Meetings (SS-2) in relation to the appointment or re-appointment of directors and (c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I. GENERAL INFORMATION:

- 1) **Nature of Industry:** Steel and Power
- (2) **Date or expected date of commencement of commercial operation:** N.A. (The Company is an existing Company and was incorporated on September 28, 1979.)
- (3) **In case of new companies, expected date of commencement of activities as per the project approved by financial institutions appearing in the prospectus:** N.A.
- (4) **Financial performance based on given indicators:**

(Rupees in Crore except EPS)

Particular	2018-19 (Audited- Standalone)	2017-18 (Audited- Standalone)	2016-17 (Audited- Standalone)
Total Income	27,730.42	17,523.04	15,502.49
Profit / (Loss) before tax	(569.78)	(671.98)	(1,456.98)
Net Profit / (Loss) after tax	(262.90)	(361.61)	(986.45)
Earnings Per Share (EPS)	(2.72)	(3.95)	(10.78)

(5) Foreign investments or collaborations, if any:

The Company has invested in below-mentioned foreign direct subsidiaries:

1. Jindal Steel & Power (Mauritius) Limited
2. Jindal Steel Bolivia SA
3. Skyhigh Overseas Limited

These foreign subsidiaries have various subsidiaries and step down subsidiaries in various foreign countries

Item no. 6

II. INFORMATION ABOUT MR. N.A. ANSARI:

Name and DIN	Mr. N.A. Ansari (DIN:03340568)
Brief Resume	Mr. N.A. Ansari started his career with Tata Steel, Jamshedpur in 1974 and worked there in various capacities for about 34 years. During this period he worked largely for modernising the steel plant and developed expertise in managing large projects. He left Tata Steel when he was GM Kalinganagar project. He joined JSPL group as Executive Director at Patratu unit, Jharkhand in September 2008. During his tenure at Patratu, he was instrumental in successfully commissioning the two rolling mills of combined capacity of 1.6 MTPA. Subsequently he became Executive Director-Incharge of JSPL Raigarh as well as appointed as Whole time Director the Company. Under his leadership, Raigarh plant not only achieved the rated capacity, but went beyond it. He was actively involved in setting up and turnaround of Shadeed Iron & Steel Co. (JSIS) As CEO JSIS, he was instrumental in transforming the plant to an integrated steel plant with installation of new 2 MTPA EAF & 1.4 MTPA Bar Mill. JSIS long product and "Jindal Panther TMT brand" acquired leadership position in Middle East Long product market. Mr. Ansari has 43 years of rich industry experience. He led a large workforce and had been responsible for several innovative practices. Under his dynamic leadership, various projects like SMS, Rolling Mills, Sinter plant, Blast Furnace, Raw Material Handling facilities and Power Plant etc. have been completed in record time and cost. Mr. Ansari obtained B.Sc. Engineering degree in Mechanical Engineering from AMU, Aligarh in 1974, obtaining first class first position & thus securing gold medal. He has also done various management courses from Wharton School of Business, USA, INSEAD, Singapore and ISB, Hyderabad.
Nature of Expertise in Specific functional Area	Modernising the steel plants and developed expertise in managing large projects
Date of Birth	04/12/1951
Age	67 Years
Qualification	B.Sc. Engineering degree in Mechanical Engineering from AMU, Aligarh in 1974, obtaining first class first position and gold medal. He has also done various management courses from Wharton School of Business, USA, INSEAD, Singapore and ISB, Hyderabad
Experience	43 years
Date of first appointment	March 29, 2019
Relationship with Director/ Manager & Other Key Managerial Personnel	N.A.
Recognition or Awards	With his contribution to steel industry, Mr Ansari was recognized by several organizations. like "Business Leader of the Year" by BTVi a top business channel of India, "Business Turnaround CEO award" by Steel & Metallurgy, leading steel related magazine of India . "India's Most Trusted CEO" award by KVG Int+ (WCRC International)
Job profile and suitability	He joined JSPL group as Executive Director at Patratu unit, Jharkhand in September 2008. During his tenure at Patratu, he was instrumental in successfully commissioning the two rolling mills of combined capacity of 1.6 MTPA. Subsequently he became Executive Director-Incharge of JSPL Raigarh as well as appointed as whole time Director the Company. Under his leadership, Raigarh plant not only achieved the rated capacity, but went beyond it. He was actively involved in setting up and turnaround of Shadeed Iron & Steel Co. (JSIS) As CEO JSIS, he was instrumental in

	transforming the plant to an integrated steel plant with installation of new 2 MTPA EAF & 1.4 MTPA Bar Mill. JSIS long product and "Jindal Panther TMT brand" acquired leadership position in Middle East Long product market.
Terms and Condition including Remuneration proposed	As per Resolution
Past Remuneration	N.A.
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration payable has been benchmarked with the remuneration being drawn by similar positions in Steel & Power Industry and has been considered by the Nomination and Remuneration Committee and Board of Directors of the Company
Shareholding in the Company	Nil
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. N.A. Ansari has no pecuniary relationship, directly or indirectly, with the Company except to the extent of his remuneration and shareholding in the Company.
Number of meeting of Board attended during the financial year ended on March 31, 2019, : Membership in Committee(s) of Board: Directorship of the other Board : Membership/ Chairmanship in the Committee of the Other Board:	1/1 (i) Corporate Management Committee (ii) Audit Committee (iii) Stakeholders' Relationship Committee (iv) Health, Safety, CSR and Environment Committee (v) Governance and Business Ethics Committee (vi) Risk Management Committee (vii) Investment Committee 1, Panther Transfreight Limited Nil

Item no. 7 and 8

II. INFORMATION ABOUT MR. NAVEEN JINDAL:

Name and DIN	Mr. Naveen Jindal (DIN:00001523)
Brief Resume	Mr. Naveen Jindal is the Chairman of Jindal Steel and Power Limited (JSPL), President of the Flag Foundation of India (FFI) and Chancellor of the O.P. Jindal Global University. He represented Kurukshetra Parliamentary Constituency in the 14th and 15th Lok Sabha Assembly Election. He is a management graduate from the University of Texas at Dallas. Under his able leadership, JSPL has transformed into a world-class organization with business interests across India, Asia, Australia and Africa.
Nature of Expertise in Specific functional Area	He was the Managing Director of the Company for fourteen years up to September 30, 2012. Under his able leadership and guidance, the Company completed various expansion plans and new projects successfully, achieved high levels of growth and established its footprint globally. He was among the 25 Indians, to be a part of the elite, 250 Young Global Leaders-2007; by the World Economic Forum.
Date of Birth	March 9, 1970
Age	49 Years
Qualification	Management Graduate from the University of Texas at Dallas
Experience	Wide Managerial Experience
Date of first appointment	09/05/1998
Relationship with Director/ Manager & Other Key Managerial Personnel	Relative (Spouse) of Mrs. Shallu Jindal (Non- Executive- Women Director)
Recognition or Awards	Mr. Naveen Jindal was ranked as India's Best CEO by the BT-INSEAD-Harvard Business Review Study. He was also ranked,

	among the top ten India Inc's Most Powerful CEO's – 2011, by Economic Times-Corporate Dossier. He was conferred with the Ernst and Young Entrepreneur of the year, 2010 — award in the field of Energy & Infrastructure. Mr. Jindal, as the Founding Chancellor of the O.P. Jindal Global University, was conferred with the Justice P.N. Bhagwati Award, by Dr. A.P.J. Abdul Kalam, former President of India, for his unique contribution to legal education and corporate philanthropy. He is a national record holder in skeet shooting and an accomplished polo player. The Indian Shooting Team, under his captaincy, won a silver medal in the South Asian Federation Games, April 2004, in Pakistan. He created a new national record and also won a gold medal in the individual skeet event at the 47th National Shooting Championship (Shotgun).
Job profile and suitability	Mr. Naveen Jindal is leading JSPL group as the Chairman of the Company and is looking after all business segments of the group viz. Steel, Power, Mining and Global Ventures
Terms and Condition including Remuneration proposed	As per Resolution and explanatory statement thereto
Past Remuneration	2016-17: Rs. 705.63 Lakhs 2017-18: Rs. 969.00 Lakhs 2018-19: Rs. 1,218.25 Lakhs
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration payable has been benchmarked with the remuneration being drawn by similar positions in Steel & Power Industry and has been considered by the Nomination and Remuneration Committee and Board of Directors of the Company
Shareholding in the Company	81,36,596 Equity Shares
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. Naveen Jindal has no pecuniary relationship, directly or indirectly, with the Company except to the extent of his remuneration and shareholding in the Company. His relatives and Companies / trusts owned or controlled by him/them are holding equity shares in the Company and forming part of the Promoter group. Further, his son is holding the place of profit in the Company and the same was already approved by the shareholders in the Annual General Meeting held on September 28, 2018
Number of meeting of Board attended during the financial year ended on March 31, 2019, : Membership in Committee(s) of Board: Directorship of the other Board : Membership/ Chairmanship in the Committee of the Other Board.	5/5 1. Corporate Management Committee Nil Nil

Item no. 9

II. INFORMATION ABOUT THE MR. D.K. SARAOGI:

Name and DIN	Mr. D.K. Saraogi (DIN:06426609)
Brief Resume	He holds a bachelor's degree in Mechanical Engineering from the Government Engineering College, Jabalpur. He has working experience of 37 years in the field of steel and power and has been working with the Company since 1988 at various senior positions.
Nature of Expertise in Specific functional Area	Working experience of 37 years in the field of Steel and Power.
Date of Birth	June 1, 1958
Age	60 years
Qualification	Bachelor's Degree in Mechanical Engineering from the Government Engineering College, Jabalpur

Experience	He has working experience of 37 years in the field of steel and power and has been working with the Company since 1988 at various senior positions
Date of first appointment	November 9, 2012
Relationship with Director/ Manager & Other Key Managerial Personnel	N.A.
Recognition or Awards	• Best Corporate award leader of Odisha 2014, • Best HR Leader & Training Excellence "The Greentech Award" Bangalore, 2014 • Best Corporate Award Leader of Odisha, 2013 • Best CSR Award 2013 • Golden Peacock National CSR Award • Best CSR in Asia Interface Award 2012
Job profile and suitability	He is associated with Company since 1988 and is currently heading the Raigarh unit of the Company in Chhattisgarh.
Terms and Condition including Remuneration proposed	As per Resolution and explanatory statement thereto
Past Remuneration	2016-17: Rs. 129.39 Lakhs 2017-18: Rs. 123.45 Lakhs 2018-19: Rs.183.64 Lakhs
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration payable has been benchmarked with the remuneration being drawn by similar positions in Steel & Power Industry and has been considered by the Nomination and Remuneration Committee and Board of Directors of the Company
Shareholding in the Company	52,157 Equity Shares
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. D.K. Saraogi has no pecuniary relationship, directly or indirectly, with the Company except to the extent of his remuneration and shareholding in the Company.
Number of meeting of Board attended during the financial year ended on March 31, 2019, :	5/5
Membership in Committee(s) of Board:	(i) Corporate Management Committee (ii) Health, Safety, CSR and Environment Committee
Directorship of the other Board :	Nil
Membership/ Chairmanship in the Committee of the Other Board:	Nil

III. OTHER INFORMATION:

Reason of loss or inadequate profits: In view of the cancellation of the coal blocks, increased cost of raw material, as well as non-availability of fuel, increased borrowing cost, volatile market conditions, cheap imports at predatory prices, high interest burden due to additional debt taken, non-utilisation of plant capacities, and depreciation impact of large asset base put pressure on steel prices domestically. This affected the profitability and the Company reported net loss.

Steps taken or proposed to be taken for improvement & expected increase in productivity and profits in measurable terms: Your Company has taken necessary steps to ensure optimum capacity utilization to achieve higher growth on turnover and higher EBITDA. In addition to this, your Company is also ensuring reduction in raw material cost by participating in Coal and Iron Ore Mine auctions. This will ensure availability of raw material at a cheaper price and increase competitiveness in procurement process thereby reducing the procurement cost substantially. The Company is also taking various steps to reduce cost of production by cutting on other expenses, coal costs and modernization, reducing the working capital by 15-20% thereby reducing the interest cost and looking at sale of non-core assets to bring down the debt levels and listing of some of the existing entities to raise capital.

Details of the Directors seeking re-appointment

{In pursuance of Regulation 26(4) & Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)}

Name of Director		Mr. Ram Vinay Shahi (DIN: 01337591)	Mr. Arun Kumar Purwar (DIN: 00026383)	Mr. Sudershan Kumar Garg (DIN: 00055651)	Mr. Hardip Singh Wirk (DIN: 00995449)
i)	Date of Birth/Age	January 05, 1945 / 74 years	May 14, 1946/73 years	December 2, 1950/ 68 Years	May 26, 1969/ 50 years
ii)	Qualifications	Bachelor's degree in mechanical engineering, post graduate degree in industrial engineering, post graduate diploma in business management and a diploma in advanced industrial management	Master's degree in commerce and a diploma in business administration	Bachelor's Degree in Commerce and Chartered Accountant	Bachelor's degree in law
iii)	Brief Resume/ Experience	Mr. Ram Vinay Shahi holds a bachelor's degree in Mechanical Engineering from the National Institute of Technology, Jamshedpur, post graduation in Industrial Engineering from the National Productivity Council, Chennai, post graduate diploma in Business Management (equivalent to MBA) from Xavier Institute, Ranchi and a diploma in Advanced Industrial Management from Delft, Holland. He is a fellow of the World Academy of Productivity Sciences. He is also a fellow of the Institution of Engineers (India), a fellow of International Institute of Electrical Engineers and a fellow of the Indian National Academy of Engineering. He has technical, administrative and managerial experience of approximately 47 years. He has served as the Secretary, Ministry of Power, Government of India (GoI), from April 2002 to January 2007, prior to which he was Chairman and Managing Director of BSES Limited from 1994 to 2002. He also worked in various capacities with Hindustan Steel Limited (now Steel Authority of India Limited) for over ten years and NTPC Limited for sixteen years and was Director (Operations) on the Board of NTPC. During his tenure as the Secretary to GoI, the Indian power sector witnessed major restructuring through the formulation and implementation of legislative and policy initiatives aimed at creating a competitive market structure. These included, among others, the Electricity Act (2003), National Electricity Policy (2005), Electricity Tariff Policy (2006), Accelerated Power Development	Mr. Arun Kumar Purwar holds a master's degree in Commerce and a diploma in Business Administration. Mr. Purwar was the Chairman of State Bank of India, the largest Bank in the country from November 2002 to May 2006. He held several important and critical positions like Managing Director of State Bank of Patiala, Chief Executive Officer of Tokyo covering almost entire range of commercial banking operations in his long and illustrious career at the Bank. He was also associated in setting up of SBI Life. Mr. Purwar also worked as Chairman of Indian Bank Association during 2005-2006. Post his retirement from SBI, he was associated with a leading industry house in setting up the first healthcare focused private equity fund, and highly successful NBFC focused on funding real estate projects and educational institutions. He is regularly invited to various conferences and workshops and other forums to share his views on Banking and Monetary Policy. He is passionate about creation of infrastructure viz. healthcare, education and solar power. He has received several award which include: CEO of the year Award from The Institute of Technology and Management (2004), 'Outstanding Achiever of the year' award from Indian Banks' Association (2004) 'Finance Man of the Year' Award by the Bombay Management Association in 2006.	Mr. Sudershan Kumar Garg holds a bachelor's degree in Commerce from Shri Ram College of Commerce and is a Chartered Accountant by profession since 1973. He has 44 years of varied experience in the field of Oil & Power. He has worked with Indian Oil Corporation Limited for 29 years and has acquired rich experience in Finance, Marketing, Pipelines, Excise & Customs, Oil Pricing etc. He was Executive Director (Finance) in Indian Oil Corporation. He joined the Board of NHPC Limited (A Govt. of India enterprise) as Director (Finance) in 2003. In October 2005, he was appointed Chairman and Managing Director of NHPC and NHDC Limited (a subsidiary of NHPC) and served at these posts for more than five years till his superannuation in December 2010. He was also the Chairman of Loktak Downstream Hydroelectric Corporation Limited. Under his able guidance, NHPC was conferred with 'Mini Ratna Category - I' status by GOI. He was instrumental in commissioning five hydro-electric power projects in India with an aggregate installed capacity of 1,820 MW. Under his leadership, NHPC got several new hydro, thermal and wind power projects. As Chairman and Managing Director of NHPC he was involved in business process re-engineering and restructuring, expansion of business, IPO of shares etc. He successfully brought maiden IPO of NHPC, which was oversubscribed by 24 times in 2009 and also introduced enterprise resource planning (ERP) in the NHPC. He was also on the Board of International Hydro Association (IHA). He was conferred with 'Lifetime Achievement Award' by the	Mr. Hardip Singh Wirk holds a bachelor's degree in law from Delhi University. He started his career in 1998 as a lawyer with Mr. P. V. Kapur, Sr. Advocate and has handled various cases in Delhi High Court, Company Law Board, Consumer Forum and Supreme Court of India. Thereafter, he joined M/s Trilegal, a Corporate Law firm, where he specialized in foreign investments, real estate and general corporate advice. In 2005, he started his independent practice specializing in foreign investment and real estate.

		Reform Programme (2002) and Ultra Mega Power Project Policy (2006). He has presented many papers at various National and International Conferences and edited a book entitled '100 Years of Thermal Power in India' (2000). He has authored the following books viz. i) Indian Power Sector – Challenge and Response (2005), ii) Towards Powering India : Policy Initiatives and Implementation Strategy (2007), iii) Energy Security and Climate Change (2009) and iv) Light at the End of the Tunnel? Way forward For Power Sector (2013). He has received several awards which include, among others, the Eminent Engineer Award by the Institution of Engineers, Best Power Man of the Millennium Year 2000 Award by the National Foundation of Indian Engineers and Power-Telecom Convergence Award 2000 by the Independent Power Producers Association of India and National Power Training Institute.		Institute of Economic Studies in 2010, 'CA Professional Manager's Award' in personal capacity by the Institute of Chartered Accountants of India in 2008, the 'SRCC Alumni award' by Shri Ram College of Commerce in 2009 and 'CEPM – PMA Honorary Fellowship Award' by the Centre for Excellence in Project Management (CEPM) and Project Management Associates apart from getting several other awards. He has widely travelled both within India as well as abroad and gained rich experience in oil and power sectors.	
iv)	Terms and Conditions of Re-appointment	Mr. Ram Vinay Shahi will be appointed as Independent Director for a period of 2 years w.e.f. July 30, 2019	Mr. Arun Kumar Purwar will be appointed as Independent Director for a period of 2 years w.e.f. July 30, 2019	Mr. Sudershan Kumar Garg will be appointed as Independent Director for a period of 2 years w.e.f. July 30, 2019	Mr. Hardip Singh Wirk will be appointed as Independent Director for a period of 2 years w.e.f. July 30, 2019
v)	Details of Remuneration sought to be paid	N.A.	N.A.	N.A.	N.A.
vi)	Last Remuneration drawn	N.A.	N.A.	N.A.	N.A.
vii)	Date of first appointment on the Board	October 15, 2007	July 30, 2007	November 9, 2012	January 14, 2009
viii)	No. of shares held	Nil	8,000 Equity shares	1,200 Equity shares	Nil
ix)	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	He is not relative of any other director, Manager or Key Managerial Personnel of the Company	He is not relative of any other director, Manager or Key Managerial Personnel of the Company	He is not relative of any other director, Manager or Key Managerial Personnel of the Company	He is not relative of any other director, Manager or Key Managerial Personnel of the Company
x)	No. of Board Meetings attended/held during Financial Year 2018-19	4/5	5/5	5/5	4/5
xi)	Directorships held in other companies	1. Energy Infratech Private Limited 2. RV Shahi Advisory Private Limited	1. Alkem Laboratories Limited 2. Reliance Communications Limited 3. IIFL Finance Limited 4. Balaji Telefilms Limited 5. Energy Infratech Private Limited 6. ONGC Tripura Power Company Limited 7. TADAS Wind Energy Private Limited 8. Mizuho Securities India Private Limited 9. Eroute Technologies Private Limited	1. Jindal Power Limited 2. Jindal Realty Limited 3. Etalin Hydro Electric Power Company Limited 4. Kamala Hydro Electric Power Company Limited	1. Jindal Power Limited 2. Etalin Hydro Electric Power Company Limited 3. Kamala Hydro Electric Power Company Limited

xii)	Chairman/Member of the Committee of the Board of Directors of the Company	1. Audit Committee 2. Risk Management Committee	1. Audit Committee 2. Nomination and Remuneration Committee 3. Investment Committee 4. Risk Management Committee	1. Stakeholder's Relationship Committee 2. Health, Safety, CSR and Environment committee 3. Governance and Business Ethics Committee 4. Nomination and Remuneration Committee 5. Risk Management Committee	1. Audit Committee 2. Stakeholder's Relationship Committee 3. Health, Safety, CSR and Environment Committee 4. Governance & Business Ethics Committee 5. Nomination and Remuneration Committee 6. Investment Committee
	Committee position held in other companies	Nil	1. Chairman, Audit Committee, a. ONGC Tripura Power company Limited b. Tadas Wind Energy Private Limited 2. Chairman, Nomination and Remuneration of Alkem Laboratories Limited 3. Member, Nomination and Remuneration Committee a. IIFL Holdings Limited b. Tadas Wind Energy Private Limited 4. Member, Risk Management committee of IIFL Holdings Limited 5. Member, Corporate Social Responsibility Committee of Alkem Laboratories Limited	1. Chairman, Audit Committee a. Jindal Power Limited b. Etalin Hydro Electric Power Company Limited c. Kamala Hydro Electric Power Company Limited 2. Chairman, Nomination and Remuneration Committee a. Etalin Hydro Electric Power Company Limited b. Kamala Hydro Electric Power Company Limited 3. Member, Nomination and Remuneration Committee of Jindal Power Limited	1. Member, Audit Committee a. Jindal Power Limited b. Etalin Hydro Electric Power Company Limited c. Kamala Hydro Electric Power Company Limited 2. Member, Nomination and Remuneration Committee a. Etalin Hydro Electric Power Company Limited b. Kamala Hydro Electric Power Company Limited 3. Chairman, Nomination and Remuneration Committee of Jindal Power Limited

Jindal Steel & Power Limited



Registered Office: O.P. Jindal Marg, Hisar – 125 005 (Haryana)
Corporate Secretariat Office: Jindal Centre, Tower-B, 4th Floor, Plot No.2, Sector-32, Gurgaon-122001 (Haryana)
CIN: L27105HR1979PLC009913 | Website: www.jindalsteelpower.com |
Email: jsplinfo@jindalsteel.com, Tel.: +91 124 6612000 Fax: +91 11 26161271

POSTAL BALLOT FORM

Serial No.....

- 1 Name of the member(s) :
including joint-holders, if any
- 2 Registered address of the sole/
first named member
- 3 Registered Folio No.
/DP ID* & Client ID No.*
(*Applicable to member(s)
holding shares in
electronic form)
- 4 No. of Shares held
- 5 I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed through postal ballot for the business (es) enumerated below by sending my/our assent or dissent to the said resolution(s) by placing a tick (✓) mark in the appropriate box below:

Item No.	Description of Resolution(s)	No. of shares for which votes cast	I / we assent to the resolution (FOR)	I / we dissent to the resolution (AGAINST)
1.	To re-appoint Mr. Ram Vinay Shahi (DIN: 01337591), as an Independent Director for the second term of 2 years.			
2.	To re-appoint Mr. Arun Kumar Purwar (DIN:00026383), as an Independent Director for the second term of 2 years.			
3.	To re-appoint Mr. Sudershan Kumar Garg (DIN:00055651), as an Independent Director for the second term of 2 years.			
4.	To re-appoint Mr. Hardip Singh Wirk (DIN:00995449), as an Independent Director for the second term of 2 years.			
5.	To appoint Mr. N.A. Ansari (DIN:03340568), as a Director.			
6.	To appoint Mr. N.A. Ansari (DIN:03340568), as Wholetime Director designated as Jt. Managing Director.			
7.	To consider, ratify and approve the payment and waiver of the recovery of excess remuneration paid to Mr. Naveen Jindal (DIN:0001523), Wholetime Director designated as Chairman of the Company			
8.	To consider and approve the waiver of the recovery of excess remuneration paid and payment of remuneration to Mr. Naveen Jindal (DIN:0001523), Wholetime Director designated as chairman of the Company			
9.	To consider and approve the waiver of the recovery of excess remuneration paid and payment of remuneration to Mr. Dinesh Kumar Saraogi (DIN:06426609), Wholetime Director of the Company			
10.	To consider, ratify and approve the payment and waiver of the recovery of excess remuneration paid to Mr. Rajeev Rupendra Bhaduria (DIN:00376562), Wholetime Director of the Company			

Place:

Date:

Signature of the member

ELECTRONIC VOTING PARTICULARS

The Remote E-voting is available at the link www.evotingindia.com. The e-voting particulars are set out as follows:

EVSN (E-Voting Sequence Number)	USER ID	SEQUENCE NO.

- Notes: 1) Each equity share of the Company carries one vote.
2) Please read carefully the instructions printed overleaf before exercising the vote.

Last Date for Receipt of Postal Ballot Form by the Scrutinizer: July 8, 2019 up to 5:00 p.m.

INSTRUCTIONS

1. Member(s) desiring to exercise vote by postal ballot should complete the Postal Ballot Form and send it to Mr. Navneet Arora of M/s Navneet K. Arora & Co., LLP, Company Secretaries, the Scrutinizer, Jindal Steel & Power Limited, 28, Shivaji Marg, Najafgarh Road, New Delhi - 110015, in the attached postage pre-paid self-addressed envelope. Postage will be borne and paid by the Company. Envelope containing the Postal Ballot Form, if deposited in person or sent by courier at the expense of the Shareholder(s) will also be accepted.
2. Postal Ballot Form should be completed in all respects and signed by the member, as per the specimen signature registered with the Company/Depository Participant/Registrar and Transfer Agent, as the case may be. In case of joint holding, the form should be completed and signed by the first named shareholder and in his/her absence, by the next named member. In case postal ballot form is signed through an attorney, a copy of the Power of Attorney attested by the member shall be annexed to the postal ballot form.
3. In case of shares are held by companies, trusts, societies etc., the duly completed postal ballot form should be accompanied by a certified true copy of Board Resolution/Authority together with the specimen signatures of the duly authorized signatory(ies).
4. A tick mark (✓) should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be, before mailing the postal ballot form. The assent / dissent received in any other form shall be considered as invalid. Postal ballot form bearing (✓) mark in both the columns will render the form invalid.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten postal ballot form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. on July 8, 2019. **Postal ballot form received after this date and time will be strictly treated as if the reply from such member(s) has not been received.**
7. Members are requested to complete the postal ballot form in indelible ink [avoid completing it by using erasable writing medium(s) like pencil].
8. The voting right of members shall be in proportion to one vote per fully paid equity share of the Company held by them as on the cut-off date i.e. May 24, 2019.
9. Voting through Postal Ballot shall not be exercised by a Proxy.
10. Members desiring split voting i.e. FOR and AGAINST on the same resolution, can do so by downloading Postal Ballot Form from the URL: <http://www.evotingindia.com> or www.jindalsteelpower.com or by obtaining duplicate / additional postal ballot form from the Company by writing to the Company Secretary, Jindal Steel & Power Limited, Corporate Secretarial Officer, 4th Floor, Tower B, Plot No. 2, Sector-32, Gurgaon-122001.
However, the duly completed duplicate/additional postal ballot form should reach the Scrutinizer not later than the date and time specified in Point No. 6 above.
12. Members are requested not to send any other paper along with the postal ballot form in the enclosed postage prepaid self-addressed envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
13. However in case members cast their vote both via Physical Postal Ballot and e-Voting, then voting through e-Voting shall prevail and voting done by Postal Ballot Form shall be treated as invalid notwithstanding whichever option is exercised first.
14. **PROCESS FOR MEMBERS OPTING FOR E-VOTING**

The procedure and instructions for members for voting electronically are as under:

The voting period begins on 9:00 a.m. on June 9, 2019 and ends on 5:00 p.m. on July 8, 2019. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date May 24, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- i. The shareholders should log on to the e-voting website www.evotingindia.com
- ii. Now click on Shareholders/Members
- iii. Now Enter your User ID.
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- vi. If you are a first time user follow the steps given below :

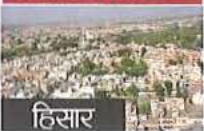
	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field • In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. Sequence no. is printed on the ballot form.
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat-holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN of Jindal Steel & Power Limited to vote.
- xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvi. If Demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xviii. Note for Non – Individual Shareholders and Custodians;
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodians, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xix. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xx. Any person having any grievance in connection with remote e-voting may write to:

Name Mr. Mehboob Lakhani (Deputy Manager – CDSL)
Address A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (E), Mumbai – 400013.
E-mail Id helpdesk.evoting@cdslindia.com
Phone No.: 1800225533



विधानसभा सीट स्कैन



हिसार

समोहर से 100 मीटर

देश की आजादी के लिए अंग्रेजों के खिलाफ बग़ावत का विद्रोह करने वाली हिरोइन नगीरी अपने और कई साथियों सहित 1947 ई. में हिसार जिले का एक गांव बग़ावत के लिए देशभक्ति से भरे हुए थे। नगीरी ने देश के इतिहास में नगीरी के नाम से लिखी है। नगीरी के नाम से लिखी है।

सर्व विधायक पार्टी

- 1952-1957 भारतीय जनता पार्टी
1957-1962 भारतीय जनता पार्टी
1962-1967 भारतीय जनता पार्टी
1967-1972 भारतीय जनता पार्टी
1972-1977 भारतीय जनता पार्टी
1977-1982 भारतीय जनता पार्टी
1982-1987 भारतीय जनता पार्टी
1987-1992 भारतीय जनता पार्टी
1992-1997 भारतीय जनता पार्टी
1997-2002 भारतीय जनता पार्टी
2002-2007 भारतीय जनता पार्टी
2007-2012 भारतीय जनता पार्टी
2012-2017 भारतीय जनता पार्टी

रोयल एस चुनाव

हिसार जिले के एक गांव रोयल एस चुनाव के लिए है। रोयल एस चुनाव के लिए है। रोयल एस चुनाव के लिए है।

ओवरब्रिज बनने से सुख

हिसार जिले के एक गांव ओवरब्रिज बनने से सुख है। ओवरब्रिज बनने से सुख है। ओवरब्रिज बनने से सुख है।

एक ही घर

हिसार जिले के एक गांव एक ही घर है। एक ही घर है। एक ही घर है।

विधायक के मन की बात

हिसार जिले के एक गांव विधायक के मन की बात है। विधायक के मन की बात है। विधायक के मन की बात है।



सोहरा जिले के एक गांव सोहरा जिले के एक गांव सोहरा जिले के एक गांव

विधानसभा चुनावों में इन पर भी रणनीति

Table with 3 columns: भागपा, कांग्रेस, सुनेलो. It lists candidates and their details for the Haryana Legislative Assembly elections.

समोहर से 100 मीटर
हिसार जिले के एक गांव समोहर से 100 मीटर है। समोहर से 100 मीटर है। समोहर से 100 मीटर है।

2019 में
हिसार जिले के एक गांव 2019 में है। 2019 में है। 2019 में है।

सबके गणित धिगड़े हैं, कुछ नया हिसाब-किताब ना बना जाए
हिसार जिले के एक गांव सबके गणित धिगड़े हैं, कुछ नया हिसाब-किताब ना बना जाए है। सबके गणित धिगड़े हैं, कुछ नया हिसाब-किताब ना बना जाए है।

साह ने ली हरियाणा कोर्ट वृष की बैठक, विधान सभा चुनावों पर हुई चर्चा



पूर्व मंत्री नगीरी नेवर जेओपी सोइकर भागपा में शामिल

हिसार जिले के एक गांव पूर्व मंत्री नगीरी नेवर जेओपी सोइकर भागपा में शामिल है। पूर्व मंत्री नगीरी नेवर जेओपी सोइकर भागपा में शामिल है। पूर्व मंत्री नगीरी नेवर जेओपी सोइकर भागपा में शामिल है।

Advertisement for Jindal Steel & Power, featuring a large image of a building and text about their products and services.

Advertisement for Zaka Mutdan Sushna, featuring a large image of a person and text about their products and services.

मुश्किल वक़्त में कांग्रेस को मार्ग दिखाएं राहुल गांधी: हुड्डा



चौधरी हुड्डा

हिसार जिले के एक गांव चौधरी हुड्डा है। चौधरी हुड्डा है। चौधरी हुड्डा है।

Large advertisement for ICICI Bank, featuring a large image of a building and text about their products and services.

अब चपल नहीं चावी जणप का चुनाव निशान



हिसार जिले के एक गांव अब चपल नहीं चावी जणप का चुनाव निशान है। अब चपल नहीं चावी जणप का चुनाव निशान है। अब चपल नहीं चावी जणप का चुनाव निशान है।

हिसार जिले के एक गांव

हिसार जिले के एक गांव हिसार जिले के एक गांव हिसार जिले के एक गांव है। हिसार जिले के एक गांव है। हिसार जिले के एक गांव है।