Jindal Steel & Power Limited

Corporate Identity No. - L27105HR1979PLC009913
Registered Office: O.P. Jindal Marg, Hisar-125 005 (Haryana)
Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi-110 066

JINDAL STEEL & POWER

NOTICE OF POSTAL BALLOT

Dear Shareholders,

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, to the Shareholders of Jindal Steel & Power Limited (hereinafter referred to as "the Company") to seek their approval by way of Postal Ballot for the proposals contained in the draft resolutions given below. The Explanatory Statement stating all material facts of the proposals is also appended hereto for your consideration.

The Company has appointed Shri Navneet Arora, Company Secretary in Practice (COP no.- 3005) of M/s Navneet K. Arora & Co. having its office at E - 8/1, Near Geeta Bhawan Mandir, Shivalik Road, Malviya Nagar, New Delhi-110017 as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. You are requested to carefully read the instructions printed in the Postal Ballot Form (annexed hereto) and return the form duly completed in the attached self addressed postage prepaid envelope, so as to reach the Scrutinizer before the closing of working hours (5:30 p.m.) on 5th day of July, 2014. Please note that Postal Ballot Form(s) received after the said date will be treated as not having been received.

In compliance with clause 35B of the Listing Agreement and the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility as an alternate, for its Shareholders to enable them to cast their votes electronically instead of dispatching Postal Ballot Form(s).

The Scrutinizer will submit his report to the Chairman of the Company and in his absence to MD & Group CEO or as may be authorised by any of them, to any other director / officer of the Company after completion of the scrutiny. The result of the voting by Postal Ballot will be announced by any one of the above mentioned persons on 9th day of July, 2014, at 1.00 p.m. at the Registered Office of the Company at O.P. Jindal Marg, Hisar -125 005, Haryana. The result and the report of Scrutinizer on the postal ballot shall be communicated to the BSE Limited and the National Stock Exchange of India Ltd. where the equity shares of the Company are listed and will also be displayed on the Company's website at www.jindalsteelpower.com. The resolutions, if approved, will be taken as passed effectively on the date of declaration of result i.e. 9th day of July, 2014.

SPECIAL BUSINESS

1. INCREASING THE BORROWING POWERS OF THE COMPANY

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT in supersession of ordinary resolution passed by the shareholders in their Annual General Meeting held on 28th September, 2010, and pursuant to Section 180(1)(c) and all other applicable provisions of the Companies Act, 2013 and Rules made there under as may be amended, from time to time and Articles of Association of the Company, consent of the Company be and is hereby given to the Board of Directors to borrow moneys, from time to time, whether as rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non fund based facilities or in any other form (apart from temporary loans obtained or to be obtained from the Company's Bankers in the ordinary course of business) from the Banks, Financial Institutions, Investment Institutions, Mutual Funds, Trusts, other Bodies Corporate or from any other source, located in India or abroad, whether unsecured or secured, on such terms and conditions as may be considered suitable by the Board of Directors up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 50,000 crores.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to negotiate and decide terms and conditions of such borrowings, finalise and execute all such deeds, documents and writings as may be necessary, desirable or expedient, settle any question, difficulty or doubt that may arise in this regard, do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable and to delegate all or any of these powers to any Committee of Directors or Managing Director or Wholetime Director or Director or any other officer of the Company or any other person."

2. CREATION OF SECURITY ON THE PROPERTIES OF THE COMPANY IN FAVOUR OF THE LENDERS

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT in supersession of ordinary resolution passed by the shareholders in their Annual General Meeting held on 28th September, 2010, and pursuant to Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and Rules made there under as may be amended, from time to time and Articles of Association of the Company, consent of the Company be and is hereby given to the Board of Directors for creation of mortgage / hypothecation / pledge/ charge/ security in any form or manner on the properties of the Company whether tangible, intangible or otherwise, both present and future, in favour of lenders including Banks, Financial Institutions, Investment Institutions, Mutual Funds, Trusts, other Bodies Corporate, Trustees for holders of debentures/ bonds and/ or other instruments to secure all credit facilities including rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non fund based facilities availed / to be availed by the Company and/ or for any other purpose, from time to time, together with interest, further interest thereon, compound interest in case of default, accumulated interest, liquidated damages, all other costs, charges and expenses payable by the Company in respect of such borrowings.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to negotiate and decide terms and conditions of security, finalise and execute all deeds, documents and writings as may be necessary, desirable or expedient, settle any question, difficulty or doubt that may arise in this regard, do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or desirable and to delegate all or any of these powers to any Committee of Directors or Managing Director or Wholetime Director or Director or any other officer of the Company or any other person."

3. ISSUANCE OF NON CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Section 42 and 71 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as may be amended, from time to time and Articles of Association of the Company, consent of the Company be and is hereby given to the Board of Directors to borrow moneys by issuance of redeemable Non-Convertible Debentures (NCDs), whether secured or unsecured, to Financial Institutions, Mutual Funds, Banks, Bodies Corporate, persons etc., whether Indian or foreign, on private placement basis, in one or more tranches, on such terms and conditions as it may consider proper, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs.10,000 crores.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised to negotiate and decide terms and conditions of issue of NCDs, finalise and execute all deeds, documents and writings as may be necessary, desirable or expedient, settle any question, difficulty or doubt that may arise in this regard, do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or desirable and to delegate all or any of these powers to any Committee of Directors or Managing Director or Wholetime Director or Director or any other officer of the Company or any other person."

4. GIVING OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Section 186 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as may be amended, from time to time and Articles of Association of the Company, approval of the shareholders of the Company be and is hereby given to the Board of Directors for:-

i) giving any loan to any person or other body corporate,
ii) giving any guarantee or providing security in connection with a loan to any other body corporate or person and/ or
iii) acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate

up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 20,000 crores which shall be over and above the limits as specified in Section 186(2) of the Companies Act, 2013 and the aggregate outstanding amount of loans/ guarantees/ securities given / provided to wholly owned subsidiary companies and / or joint venture companies and investments made in wholly owned subsidiary companies, from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to negotiate and decide, from time to time, terms and conditions, execute necessary documents, papers, agreements etc. for investments to be made, loans / guarantees to be given and securities to be provided to any person and / or any body corporate, do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable, settle any question, difficulty or doubt that may arise in this regard and to delegate all or any of these powers to any Committee of Directors or Managing Director or Wholetime Director or Director or officer of the Company or any other person."

5. APPOINTMENT OF DIRECTORS ON THE BOARD UP TO EIGHTEEN

To consider and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED BY WAY OF SPECIAL RESOLUTION THAT pursuant to Section 149 and all other applicable provisions of the Companies Act, 2013 read with the Rules made there under, as may be amended, from time to time, consent of the shareholders of the Company be and is hereby given to appoint, from time to time, directors on the Board of Directors of the Company up to 18 in terms of the Companies Act, 2013 and the Rules made there under."

6. APPOINTMENT OF SHRI K. RAJAGOPAL, GROUP CFO & DIRECTOR AS WHOLETIME DIRECTOR

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to Sections 198, 269, 309 and all other applicable provisions and Schedule XIII to the Companies Act, 1956 read with Article 139 of the Articles of Association of the Company, approval be and is hereby given to the appointment of Shri K. Rajagopal as Wholetime Director of the Company for five years from 30th August, 2013 on the following terms and conditions:-

(a) Basic salary of Rs. 7,05,128/- (Rupees seven lacs five thousand one hundred twenty eight only) per month.
(b) Flexible Compensation Plan of Rs. 9,73,077/- (Rupees nine lacs seventy three thousand seventy seven only) per month.
(c) Performance based Target Variable Pay of Rs. 63,46,155/- (Rupees sixty three lacs forty six thousand one hundred fifty five only) per annum. The Board may increase or decrease this amount depending upon his performance as per Company's Policy.

(d) Benefits, perquisites, allowances, reimbursements and facilities as may be determined by the Board, from time to time.

RESOLVED FURTHER that notwithstanding anything to the contrary contained hereinabove, where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary, flexible compensation, target variable pay, benefits, perquisites, allowances, reimbursements and facilities as specified above."

NOTES:-

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out all material facts and the reasons for the proposed Special Business appended herein.
2. The Postal Ballot Notice is being sent to all the Shareholders, whose names appear on the Register of Members/ list of Beneficial Owners, as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) on Friday, May 23, 2014.
3. All documents referred to in the accompanying Notice and the explanatory statement are open for inspection at the registered office of the Company at O.P. Jindal Marg, Hisar-125 005 (Haryana) on all working days between 11:00 a.m. and 1:00 p.m. up to 9th day of July, 2014.

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

Item No. 1 & 2

The shareholders of the Company had, in their meeting held on 28th September, 2010, increased the borrowing limits of the Company and authorized the Board of Directors to borrow funds, from time to time, for the business of the Company, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 35,000 crores and to create charge on properties of the Company to secure the repayments of the borrowings.

Keeping in view, the existing borrowings and the additional fund requirements for meeting the Capital expenditure for the ongoing / future projects, capacity expansion, acquisitions and enhanced long term working capital needs of the Company, the Board of Directors had, in its meeting held on 29.04.2014, considered and approved, subject to the approval of the shareholders, increasing the borrowing limits of the Company to Rs. 50,000 crores and creation of security on the properties of the Company and recommends Resolution no. 1 & 2 of the accompanying Notice to the shareholders for their approval by way of special resolution.

Pursuant to Section 180(1)(c) and 180(1)(a) of the Companies Act, 2013, approval of the shareholders by way of special resolution is required to authorize the Board of Directors to borrow moneys up to the said limits and create security in respect thereof.

Except the Directors and Key Managerial Personnel or their relatives who may be concerned or interested, financial or otherwise, by way of directorship/ shareholding or in any other manner in one or more companies/ bodies corporate/ individuals as described in the said resolutions, no other Director or Key managerial personnel or their relatives is concerned or interested in the said resolutions.

Item No. 3

There are several ways to raise moneys for meeting requirement of funds of the Company, one of them being, issuing of Non-Convertible Debentures (NCDs) which has better acceptability in the market and is very competitive. Keeping in view future requirement of funds, the Board of Directors had, in its meeting held on 29.04.2014, considered and approved, subject to the approval of shareholders, issuance of secured/ unsecured redeemable NCDs, in one or more tranches, up to an amount, the aggregate outstanding of which, at any given time, should not exceed Rs. 10,000 crores, on private placement basis. The NCDs to be issued, from time to time, in terms of the said Resolution will be within the overall borrowing limits as may be approved by shareholders, from time to time, under Section 180(1)(c) of the Companies Act, 2013.

In terms of Section 42 and 71 of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, any offer or invitation for subscription of NCDs to be issued by the Company on private placement basis requires prior approval of Shareholders by way of special resolution. Approval of the shareholders will be valid for one year for all the offers or invitations for NCDs to be made during the said year. The Board, therefore, recommends Resolution no. 3 of the accompanying Notice to the shareholders for their approval by way of special resolution.

Except the Directors and Key Managerial Personnel or their relatives who may be concerned or interested, financial or otherwise, by way of directorship/ shareholding or in any other manner in one or more companies/ bodies corporate/ individuals as described in the said resolution, no other Director or Key managerial personnel or their relatives is concerned or interested in the said resolution.

Item No. 4

Pursuant to Section 186(2) of the Companies Act, 2013 (Act) and the Companies (Meetings of Board and its Powers) Rules, 2014 (Rules), the Board of Directors is authorized to give loan, guarantee or provide security in connection with a loan to any person or other body corporate, or acquire by way of subscription, purchase or otherwise, the securities including shares, debentures etc. of any other body corporate, up to an amount, the aggregate of which should not exceed 60% of the paid up capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the Company, whichever is higher. In case the Company exceeds the above mentioned limits then, prior approval of shareholders by way of a Special resolution is required to be obtained. However, Rule 11 of the Rules provides that where a loan or guarantee is given or where a security is provided by a company to its wholly owned subsidiary company or a joint venture company or acquisition is made by a holding company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary Company, approval of shareholders is not required but such amounts will be taken into consideration for calculating the above limits.

The Company is undertaking various business activities through its subsidiaries and joint ventures and is also making strategic investments, from time to time, in subsidiaries, joint ventures, associates companies, other bodies corporate and would, therefore, be required to provide financial assistance / support by way of giving of loans / guarantees, providing of securities, making of investment in securities in order to expand its business activities and also for optimum utilization of funds. Accordingly, Board of Directors of the Company may be authorized to give loans, guarantees or provide securities or make investments as mentioned above, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 20,000 crores which shall be over and above the said limits as specified in Section 186(2) of the Act and the aggregate outstanding amount of loans/ guarantees/ securities provided/ made to wholly owned subsidiary companies and joint venture companies and investments made in wholly owned subsidiary companies, from time to time. The Board of Directors had, in its meeting held on 29.04.2014, considered and approved, subject to the approval of shareholders, this proposal and recommends Resolution no. 4 of the accompanying Notice to the shareholders for their approval by way of special resolution.

Except the Directors and Key Managerial Personnel or their relatives who may be concerned or interested, financial or otherwise, by way of directorship/ shareholding or in any other manner in one or more companies/ bodies corporate/ individuals as described in the said resolution, no other Director or Key managerial personnel or their relatives is concerned or interested in the said resolution.

Item No. 5

The Company is undertaking business activities relating to manufacturing of steel products, generation of power and mining directly and through its subsidiary and associate companies at various locations in India and abroad. The Company has plans for capacity enhancement, setting up new projects and upgradation / modernization of existing plants. The Company will require more people at the Board level for effectively managing these multi location business units. Besides, the Company is also required to have atleast 50% of the Board's strength as Independent Directors in terms of Listing Agreement.

In view of the above, the Board of Directors had, in its meeting held on 29.04.2014, decided to seek approval of shareholders in terms of Section 149(1) of the Companies Act, 2013, for appointing up to 18 directors on the Board of Directors of the Company and recommends Resolution no. 5 of the accompanying Notice to the shareholders for their approval by way of special resolution.

None of the Directors and Key Managerial Personnel or their relatives is in anyway concerned or interested in the said Resolution.

Item No. 6

Shri K. Rajagopal is a Chartered Accountant and has extensive background into the whole gamut of finance across organizations. He has more than 32 years of experience and had been with ABB Group for about 21 years. He started his career with ABB India Limited, as Business Unit Controller and rose up to the level of Wholetime Director with ABB Switzerland. Prior to this, he had been the Chief Financial Officer and Wholetime Director for ABB India Limited. As the CFO of ABB India Limited, he was responsible for Finance & Accounts, Secretarial, Legal, Information Technology, Real Estate, Administration services etc. He is a strategist, a policy maker and has strived to continuously improve the profitability through strategic and highly efficient business portfolio evaluation.

He joined the Company as Group CFO & Director on 26th March, 2013. The Nomination and Remuneration Committee of the Board had, in its meeting held on 30th August, 2013, recommended his appointment and terms of remuneration as Wholetime Director in the designation of Group CFO & Director. The Board of Directors had, in its meeting held on said date, appointed him as Director in casual vacancy and subject to approval of shareholders, as Wholetime Director in the designation of Group CFO & Director for a period of five years with effect from 30th August, 2013 on the terms and conditions as mentioned in Resolution no. 6 of the accompanying Notice. The Company has adequate profits for payment of remuneration to all its managerial personnel. At the time of his appointment by the Board, the Companies Act, 1956 was applicable and as such, said Resolution contains references to the provisions of that Act.

He is a director in Jindal Power Limited, JSPL Mining and Steel Limited and Everbest Steel and Mining Holdings Limited, subsidiary companies. He is a member of Audit Committee, Governance and Business Ethics Committee and Stakeholders Relationship Committee of the Board of Directors of the Company. He holds 1200 equity shares in the Company.

None of the Directors and Key Managerial Personnel or their relatives is in any way, concerned or interested in the said Resolution except Shri K. Rajagopal and his relatives.

The terms and conditions including remuneration given in the said Resolution may be treated as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

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

Date: 20th May, 2014
Place: New Delhi

By Order of the Board of Directors
For **Jindal Steel & Power Ltd.**

T. K. Sadhu
Company Secretary

Jindal Steel & Power Limited

Corporate Identity No. - L27105HR1979PLC009913
Registered Office: O.P. Jindal Marg, Hisar-125 005 (Haryana)
Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi-110 066

JINDAL STEEL & POWER

POSTAL BALLOT FORM

Sl. No.:

1. Name(s) and Registered Address of the Sole / First named Shareholder :
2. Name(s) of the Joint Shareholders, if any :
3. Registered Folio No. / DP ID* & Client ID No. (*Applicable to Shareholder(s) holding shares in electronic form) :
4. No. of Shares held :
5. I/We hereby exercise my/our vote in respect of the Resolutions to be passed through postal ballot for the business stated in the Notice of the Company dated 20th May, 2014 by sending my/our assent or dissent to the said Resolutions by placing a tick (√) mark in the appropriate column below:-

Sl. No.	Description	No. of votes exercised corresponding to the total number of voting rights[1]	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution for increasing the borrowing powers of the company			
2.	Special Resolution for creation of security on the properties of the company in favour of the lenders			
3	Special Resolution for issuance of Non-Convertible Debentures on private placement basis			
4.	Special Resolution for giving of loans/ guarantees, providing of securities and making of investments in securities			
5.	Special Resolution for appointing up to 18 directors on the Board of the company			
6.	Ordinary Resolution for approving appointment of Shri K. Rajagopal, Group CFO & Director as Wholetime Director			

Place :
Date :

Signature of the Shareholder

ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	User ID	Password

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: 5th day of July, 2014 up to 5:30 p.m.

UTILITY FORMS Ph.: Delhi-46757575, Mumbai-28525159, Chennai-43542731, Kolkata-32619605 # 61566

INSTRUCTIONS

1. Shareholder(s) desiring to exercise vote by postal ballot should complete the Postal Ballot Form and send it to Shri Navneet Arora, Company Secretary in Practice (COP no.-3005) of M/s Navneet K. Arora & Co., the Scrutinizer for Postal Ballot, C/o. Jindal Steel & Power Limited, 28, Najafgarh Road, New Delhi-110015, India, in the attached postage pre-paid self-addressed envelope. Postage will be borne and paid by the Company. Envelope containing the Postal Ballot Forms, if deposited in person or sent by courier at the expense of the Shareholder(s) will also be accepted.
2. This Postal Ballot Form should be completed and signed by the Shareholder, as per the specimen signature registered with the Company or the Depository Participant, as the case may be. In case of joint holding, this form should be completed and signed by the first named Shareholder and in his/her absence, by the next named Shareholder. In case Postal Ballot Form is signed through an attorney, a copy of the Power of Attorney attested by the Shareholder shall be annexed to the Postal Ballot Form.
3. There will be only one Postal Ballot Form for every Folio/Client ID irrespective of the number of joint holders. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
4. In the case of shares 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).
5. 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 not be considered valid. Postal Ballot Forms bearing (√) mark in both the columns will render the form invalid.
6. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.
7. Duly completed Postal Ballot Form should reach the Scrutinizer not later 5:30 p.m. on 5th day of July, 2014. **Postal ballot form received after this date and time will be strictly treated as if the reply from such Shareholder(s) has not been received.**
8. Shareholders are requested to complete the Postal Ballot Form in indelible ink [avoid completing it by using erasable writing medium(s) like pencil].
9. Voting rights shall be calculated based upon the paid-up value of the shares registered in the name(s) of the Shareholder(s) on 23rd day of May, 2014.
10. The Postal Ballot shall not be exercised by a Proxy.
11. Shareholders 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.evoting.nsdl.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, 28, Najafgarh Road, New Delhi - 110015.

    However, the duly completed duplicate / additional Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in Point No. 7 above.
12. Shareholders are requested not to send any other paper along with the postal ballot form in the enclosed self addressed postage prepaid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
13. Kindly note that the Shareholders can opt for only one mode of voting, i.e., either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa.
14. Voting period commences on and from 06.06.2014 and ends on 05.07.2014
15. **E-VOTING:** The Company is pleased to provide E-Voting facility as an alternate for Shareholders of the Company to enable them to cast their votes electronically instead of through physical Postal Ballot. For this purpose, necessary arrangements have been made with the National Securities Depository Limited ("**NSDL**") to facilitate e-voting. E-Voting is optional.

In case a member has voted through E-Voting facility, he does not need to send the physical Postal Ballot Form. In case a member votes through E-Voting facility as well as sends physical Postal Ballot Form, the vote cast through physical Postal Ballot shall only be considered and the voting through E-Voting shall not be considered by the Scrutinizer.

Process and Manner for Shareholders opting for e-voting is as under:-

(A) In case of Shareholders receiving e-mail from NSDL:

(i) Open e-mail and open PDF file viz. "Jindal Steel & Power Limited Company e-Voting.pdf" with your Client ID or Folio No. as password containing your user ID and Password for e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder-Login.

(iv) Put user ID and Password as initial password noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of e-Voting opens. Click on e-Voting : Active Voting Cycles.

(vii) Select EVEN of Jindal Steel & Power Ltd.

(viii) Now you are ready for e-Voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail: **info@navneetaroracs.com** with a copy marked to **evoting@nsdl.co.in.**

(B) In case of Shareholders receiving Postal Ballot Form by Post:

(i) Initial password is provided at the bottom of the Postal Ballot Form.

(ii) Please follow all steps from Sl. No. (ii) to Sl. No. (x) as mentioned in (A) above, to cast vote.

(C) If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for casting your vote.

(D) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting User Manual for Shareholders, available at the downloads section of www.evoting.nsdl.com.