JINDAL STAINLESS

JSHL: 2021:
August 25, 2021

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai – 400 001
Security Code No.: 539597

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

Sub.: Annual Report for the FY 2020-21 including Notice of the 8th Annual General Meeting Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

The 8th Annual General Meeting of Jindal Stainless (Hisar) Limited ("the Company") will be held on Thursday, 16th September, 2021 at 1:00 p.m. IST through Video Conferencing / Other Audio Visual Means.

Pursuant to Regulation 34(1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report for the financial year 2020-21 including Notice of 8th AGM of the Company, which is being sent to the Members through electronic mode.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully
for **Jindal Stainless (Hisar) Limited**

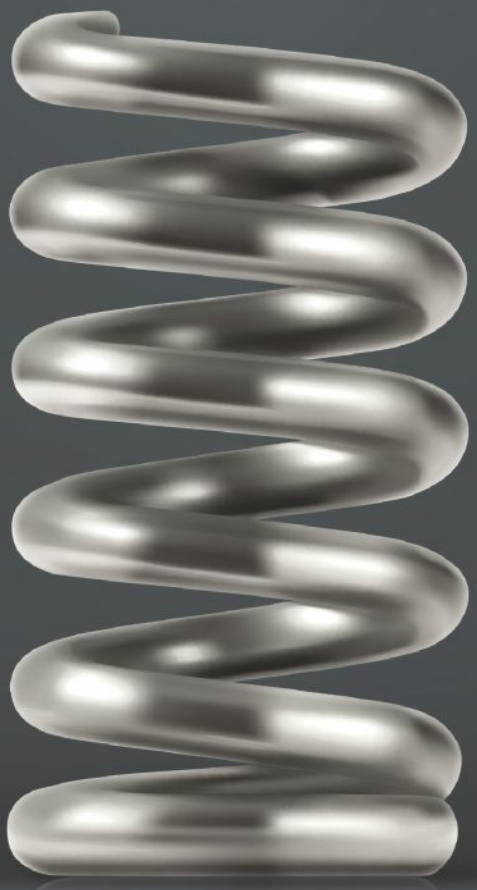
JINDAL STAINLESS (HISAR) LIMITED

(Bhartendu Harit)
Company Secretary

Encl. As above

JSL
JINDAL STAINLESS

BOUNCING BACK WITH STAINLESS RESILIENCE



ANNUAL REPORT 2020-21

JINDAL STAINLESS (HISAR) LIMITED

WHAT'S INSIDE



Aerial View of Jindal Stainless (Hisar) Limited, Hisar, Haryana

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VISION

Improving lives through trustworthy and innovative stain-less solutions



IMPROVING LIVES

We will strive to improve lives of all our stakeholders (customers, suppliers, employees, shareholders and communities) and environment

AND INNOVATIVE

We will always work towards innovating for better, be it processes, practices, solutions, delivering value-added and innovative solutions to the world in our areas of work





STAIN-LESS SOLUTIONS

We will strive to provide total solutions to our customers with reliable pre and post sale services and advisory. We will educate communities on properties (strong, versatile, corrosion-resistant) and use of stainless steel and encourage downstream industries

MISSION

To be a leading stainless steel company in the world

Forging reliable relationships with customers, suppliers, employees and all other stakeholders

Building strong capabilities driving innovative practices, high quality and competitive solutions



LEADING STAINLESS STEEL COMPANY IN THE WORLD

We will strive to be amongst the top stainless steel players in the world by increasing our capacity and its utilization resulting in revenue and net profit growth



RELIABLE RELATIONSHIPS WITH CUSTOMERS, SUPPLIERS AND ALL OTHER STAKEHOLDERS

We will build long lasting relationships and uphold our commitment to the highest standards thereby becoming the preferred choice for our customers, suppliers and stakeholders



INNOVATIVE PRACTICES

We will evolve best-in-class innovative practices (business, manufacturing and people) to help our customers, suppliers, employees, shareholders and communities



STRONG CAPABILITIES

We will build or buy appropriate technology, focus on research & development and enhance people capabilities



HIGH QUALITY

We will strive to offer stainless steel products and services of the highest quality that is required



COMPETITIVE SOLUTIONS

We will strive to provide agile, cost-competitive and efficient stainless steel solutions to our customers, giving us an edge over our competitors

FOUNDING PRINCIPLES



Shri OP Jindal
August 7, 1930 - March 31, 2005
Founder - OP Jindal Group

हाँ! एक सपना देखा था

नलवा की गलियों में रहकर, जिन्होंने देखा सपना था।
स्वालंबी भारत का निर्माण, जिन्होंने माना अपना था।
मुश्किल भरे अँधेरों में, जिन्होंने जलाई मशालें थी।
जिनके परिश्रम के बलबूते, नयी क्रांति आयी थी।

मशीनों से वो बातें करते, लोगो से बतियाते थे।
जिन्हे देख जन-मानस, नतमस्तक हो जाते थे।
फौलाद से थे इरादें जिनके, आसमान में उड़ान थी।
मिट्टी के वो सपूत जिनकी, मिट्टी में ही जान थी।

व्यापार, राजनीति के कुशल प्रबंधक, ऐसी उनकी शान है।
विशाल हृदय के समाजसेवी, जो उनकी पहचान है।
बड़े कद्दो के सहज लोग, मुश्किल से मिल पाते हैं।
तभी प्यार से लोग उन्हें, 'बाउजी' बुलाते हैं।

स्वालंबी भारत का सपना, हमे पूरा करके दिखाना है।
नलवा की गलियों का तिरंगा, विश्व पटल पर लहराना है।
विश्व पटल पर लहराना है।



Smt. Savitri Devi Jindal
Chairperson Emeritus

> OUR EXISTING EMPOWERMENT PROGRAMS NOT ONLY STRENGTHENED, BUT ALSO PAVED THE WAY FOR US TO EXPAND OPPORTUNITIES INTO DIFFERENT SECTORS.

It brings me immense pleasure to share with you an all-round view of the developments that took place in Jindal Stainless (Hisar) Limited (JSHL) in the last year. Our incessant commitment towards inclusive growth and development in a sustainable manner has been effective by conducting our operations through the prism of 'Going Beyond Business'. On this note, I express my deepest gratitude to each and every one of you for positing your faith in our institution.

Our approach has taken a much more ambitious and strategic view on Corporate Social Responsibility and sustainability, focusing on empowering communities to generate a positive impact financially, socially and environmentally. I am humbled to share that this year the Company responded promptly to the distress calls of the COVID-19 emergencies. We were able to support the vulnerable sections with no stable incomes, through improved access to food, sanitation supplies and essential resources. The supplies were distributed to the migrant and daily wage workers during the lockdown period, and also to families in several places, including Delhi-NCR and across our plant geographies. We also arranged for buses to ferry migrant workers to their homes in parts of Uttar Pradesh.

Apart from this, our existing empowerment programs not only strengthened, but also paved the way for us to expand opportunities into different sectors. The innovative projects around Solid Waste Management, with a special focus on generating awareness on 'Single Use Plastic' through various means of education and engagement, and 'Project Hisar Heroes' for the welfare of informal waste pickers have created a positive impact in the communities. The focus is on the multiple Sustainable Development Goals and improved state of waste management in the city through capacity-building and addressing space, safety and sanitation issues. Additionally, with the launch of Project Stainless Aashiyana, we have taken a step towards providing legal aid, assistance and guidance to women and child victims of domestic violence.

Working with the farming community at close quarters has been especially rewarding, as we have been able to witness their trajectory of growth and development. We ensured income generation for the farmers, despite COVID challenges by providing them with seeds, fertilizers, fungicides and pesticides at their door steps under strict COVID protocols with all inputs sanitized. This helped the farmers ensure timely plantation and take advantage of the short window of opportunity available, as well as work on markets and backward linkages.

Towards education and health care, JSHL has opened non-formal education centers for children by running computer literacy programs. Towards health, JSHL has mobile clinics and programs addressing issues around relevant topics such as female feticide. We have also initiated Project Udaya in Hisar which will focus on different issues related to adolescent girls, i.e, Menstruation and Sexual Abuse. It aims to bring change to the parenting and the value system that our education system is expected to provide.

Additionally, JSHL has also linked all its initiatives to Sustainable Development Goals (SDGs) through a technology-based platform. The way forward will be based on data that can help in accomplishment of a select pathway of growth and development. With such an innovative approach, I am certain that we will be able to bring out a clear picture using data to show how our social initiatives are progressing under the national agenda of reporting on SDGs.

I am confident that with the aim of pursuing excellence and the overarching vision of 'Improving Lives', Jindal Stainless (Hisar) Limited will continue to grow from strength to strength and will exceed expectations in terms of being a Socially Responsible Corporate.



CHAIRMAN SPEAKS

Ratan Jindal
Chairman

Dear Shareholders,

The past year witnessed complex humanitarian crisis, with its impact being felt by economies and the society at large. These unprecedented times have been tough; my thoughts are with the families who have lost their loved ones. At the outset, I would like to salute all our front line workers who have held the fort since the very onset of this pandemic. At Jindal Stainless (Hisar) Limited (JSHL), we continue to support all our employees, business partners, communities, and customers through our health and social infrastructure at Hisar.

Your Company has enforced multiple measures to mitigate the impact of pandemic for our customers through safe practices, cost management, supply chain optimization, smart procurement, and productivity improvement through automation. I am happy to inform you that your Company has been in the service of the nation in the battle against COVID and has supported several government initiatives, demonstrating its country-first spirit. Our team at JSHL has responded with extraordinary commitment and I am hopeful that we will emerge stronger despite multiple challenges arising from the pandemic.

The initial challenges posed by pandemic-induced lockdowns in FY20-21 caught the entire manufacturing sector by surprise. The first quarter was washed out completely owing to pandemic induced lockdown, labour shortages, and logistics disruptions. I am delighted to share the fact that despite these unforeseen challenges, your Company successfully delivered a remarkable financial and operational performance in FY20-21. Our agile and disciplined strategy led to positive results and generated a consolidated Profit after Tax (PAT) of INR 694 crore, 77% higher than last year. As your Company is geared towards its merger with Jindal Stainless Limited (JSL), we are confident of unlocking immense value for shareholders and partners. The merged entity would rank among the top ten stainless steel companies in the world. This entity will have a stainless steel melt production capacity of 1.9 million tonnes per annum (MTPA) which will be expanded to 2.9 MTPA in a couple of years. It will also have an extensive network of service centres, across India and overseas, to bolster our 'Just-in-Time' delivery commitment to our customers. The merger will not only enhance our operational and management efficiencies, but will also provide financial strength and flexibility to the merged entity. With enhanced downstream capabilities, it will be one of the few stainless steel producers globally to sport a diversified end-to-end product portfolio, including 120+ stainless steel grades, and a 360-degree outreach to cater to various customers from all segments.

The stainless steel market contracted globally in CY2020 (except China); both in terms of production and demand. This can be attributed to the fact that large parts of the world were under pandemic-induced lockdowns. Consequentially, the global stainless steel melt production slipped by 2.5% to 50.9 million tonnes in CY2020 (YoY) (as reported by International Stainless Steel Forum). Indian stainless steel production was no exception to this trend. However, the domestic production regained momentum by second half of FY20-21 and recorded a marginal decline of ~10% as compared to FY19-20. India's Gross Domestic Product contracted by 7.3% in FY20-21, which was a huge setback for the entire economy. However, with the resumption of economic activities, a massive vaccination program underway, and a recent fiscal stimulus package released by the government, the business outlook is expected to improve in India. The industry has now adjusted to the new normal and is rapidly evolving to counter the pandemic-induced crises. This is expected to revive the GDP growth to nearly two digit growth numbers significantly (as per the latest Reserve Bank of India estimates).

Atmanirbhar Bharat has been the spirit of JSHL since its inception. The Company's plant at Hisar has been indigenously manufacturing wide-ranging stainless steel products for the domestic market and the world for over 50 years. Company has now further increased its offerings to key strategic sectors like Defence. Ground work has been laid to ensure these sectors become future growth drivers for the organization. We will continue to invest in our R&D operations, which has been the bedrock of our success. Moreover, we are also undertaking import substitution and in digenization measures for multiple stainless steel products. Enhancing and leveraging digital assets continue to be your Company's priority. We aim to maximize operational efficiency and enhance customer experience, along with improving overall productivity.

As one of the world's leading producer of stainless steel Specialty Products, JSHL is significantly transforming its Specialty Product Division (SPD) through strategic expansion in order to widen its customer base and capture newer markets internationally. On the fiscal side, JSHL's impressive performance has led to CARE Ratings upgrading JSHL's long-term bank facilities to 'CARE A+' from 'CARE A-'and its short-term bank facilities were upgraded to 'CARE A1+'. India Ratings also upgraded credit rating of long-term and short-term facilities of JSHL to 'IND A+' and 'IND A1+' respectively.

Your Company is committed to innovating and manufacturing new sustainable solutions meant to benefit all sections of the society. Your Company's ethos for Health, Safety, and Environment remain sacrosanct and well awarded. We have already embarked upon a journey of green manufacturing by switching over to green energy options that will trim our traditional energy dependence and further reduce production cost. As a responsible corporate, JSHL continues to contribute to peripheral development, education, women empowerment, and other social initiatives through our Corporate Social Responsibility programs.

The world is yet to recover from the throes of the pandemic and the threat is far from over. Amid this uncertainty, the global economic recovery remains fragile. India is not untouched by the impact of this damage. The domestic stainless steel market is closely linked with the national economic recovery. As a result, adequate policy push is required. The domestic stainless steel industry is apprehensive of the adverse impacts of the suspension of trade remedial measures by the government that was announced during the latest Union Budget. This unprecedented suspension not only gives an opportunity for surplus stainless steel producing countries like China and Indonesia to dump their products, but also cripples the domestic players, especially MSMEs, who are already bearing the brunt of the ongoing pandemic. The government must ensure greater policy push and ensure a level-playing field for the domestic manufacturers to bolster the 'Make in India' vision.

While we navigate in the headwinds induced by this once-in-a-century pandemic, I am confident that with our deep-rooted fundamentals, impressive track record, promising capabilities and agile business model, we will steer through this tough time. I would like to acknowledge the unwavering support of our board members, shareholders, business associates, and lenders. I extend my sincere gratitude to all the employees for their commitment and for ensuring seamless operations in these challenging times.

Thank you.



FROM THE MANAGING DIRECTOR'S DESK

Abhyuday Jindal
Managing Director

Dear Shareholders,

The pandemic has impacted human lives, communities, and businesses in an unforeseen manner. Our prayers go out to all those who have been affected by this adversity. We extend gratitude to millions of frontline workers around the globe who have been battling the virus round the clock. At Jindal Stainless (Hisar) Limited (JSHL), we have been working tirelessly to serve and support our customers and our communities. This crisis has undoubtedly brought paradigm shift in personal and business habits and practices. It gives me a sense of pride to inform you all that even under the toughest of circumstances, your Company didn't just demonstrate resilience, but also set course for continued success. And while doing so, your Company stood tall with the nation fighting the pandemic in every respect.

JSHL maintained its growth trajectory in FY20-21 despite major challenges in supply chain and lockdown-induced market volatility. Given the quick strategic realignment in operations, JSHL could reap rich results in FY20-21. Post disruptions in Q1,the Company clocked record numbers in stainless steel melting in H2 FY20-21 which assisted in maintaining our sales volume at 576,631 tonnes The Company's consolidated Profit after Tax (PAT) jumped by 77% (YoY) to INR 694 crore during FY20-21. Total consolidated revenue from operations stood at INR 9,400, while EBIDTA registered a 21% increase (YoY) and stood at INR 1,127 crore. Our balanced product portfolio, including the Specialty Products, helped us fortify our revenue streams despite challenging market conditions. Strong recovery in demand in Q3 FY21 and Q4 FY21 helped compensate the slash in volumes during Q1 & Q2. Going forward, JSHL's world-class Specialty Products Division (SPD) is set to commission new facilities over next two years. This will further consolidate JSHL's position globally in the high value-added market segments like auto, process industry including oil & gas, aerospace, and electric vehicles. We plan to enhance the Precision Strip production capacity by three times of the existing capacity while blade steel capacity is planned for 1.7x expansion in two phases.

JSHL maintained a strong focus on debt reduction during FY20-21. As a result, your Company reduced its total debt by INR 643 crore to INR 1376 crore during the fiscal on a standalone basis. The interest cost for FY21 stood at INR 236 crore, registering a decline of 22% (YoY). Recently, our effort to strengthen the balance sheet was recognized by rating agencies. CARE Ratings upgraded JSHL's long-term bank facilities to 'CARE A+' from the rating of 'CARE A-' and short-term bank facilities were upgraded to 'CARE A1+'.Furthermore,India Ratings upgraded credit rating of long-term and short-term facilities of JSHL to 'IND A+' and 'IND A1+', respectively.

FY21-22 will be year of value creation for stakeholders as JSHL will be merged into Jindal Stainless Limited (JSL). This merger will result in a more nimble structure, improving our customer reach and synergizing operations further. The merger will bring together benefits of scale and niche offerings, catering to demand from Architecture, Building & Construction, Automobile, Railways & Transport and SPD – through service network consolidation in India and abroad. The combination of these factors will be unique to the merged entity, making it one of the few stainless steel companies globally to have such diversified offerings. We will further leverage the R&D facility at Hisar to foster product innovation. The merged entity will have a simplified capital structure along with elimination of cross holding. The financial profile of merged entity is expected to improve significantly on the back of lower finance costs and better financial strength; improving opportunities for reinvestments.

Be it processes, products, or technology, JSHL is under a continuous transformation journey. Our teams have been successful in developing new grades for export markets and specialized grades for structural applications. In the special grades category, roll bonded Ni alloy clad plate for Flue Gas Desulphurization (FGD) application was developed. Over the last few years, our mission to digitalize operations and processes is yielding visibly good results. Your Company is in the process of getting transformed into a smarter enterprise with a data-led and automated ecosystem that has begun improving efficiency and productivity.

While we continue our relentless pursuit for cost efficiencies, we can't ignore the globally prevalent trade imbalances. Large-scale dumping from countries like China and Indonesia, countries with excess built-in capacities, has been under the scanner of most economies. India, being the second-fastest growing stainless steel market in the world, is vulnerable to this situation. As per estimates by Indian Stainless Steel Development Association (ISSDA), Indonesia may beat India as the second largest stainless steel producer in CY2021. We are working with the government and our MSME partners, a critical link in manufacturing to build an efficient manufacturing ecosystem in India, to make Indian products more competitive globally, and to curtail any unfair imports in the future.

As a sound governance practice, JSHL sincerely fulfils its community and environmental obligations. Our efforts in this regard are recognized by various renowned bodies, JSHL was bestowed with Energy & Environment Foundation Global Award 2020. Your Company was conferred with the renowned British Safety Council International Safety Award 2021 for its exemplary commitment to health, safety, and well-being of people. We have fixed a target to reduce carbon emissions by 8-10% by 2025. With this goal, our efforts to migrate to an eco-efficient and green manufacturing setup for energy, waste, and material management have risen exponentially. Our community development initiatives continued despite social distancing norms necessitated by the pandemic.

We will continue to invest and maintain our strong domestic leadership position while growing our international business. This pandemic has taught us to be agile and adapt better than ever before. However, with improving market sentiments post government's impetus on vaccination program, I am confident of the bounce-back in stainless steel demand to be sustained.

We have been successful in the past and we have everything it takes to be successful in the future too. Before I conclude, I must extend my gratitude to the management and employees of JSHL for rising to the occasion and fulfilling their duties during this pandemic. I would like to thank all the board members, shareholders, customers, lenders, for their invaluable support and trust in the Company.

INFRASTRUCTURE & FACILITIES



STAINLESS STEEL MELTING CAPACITY 8,00,000 TPA



STECKEL MILL 7,20,000 TPA



STRIP MILL 2,50,000 TPA



SPD 30,000 TPA



COIN BLANKING 10,000 TPA

PRODUCT BASKET





Stainless steel (SS) is a generic term for a family of corrosion-resistant alloy steels containing 10.5% or more chromium. All stainless steels have a tremendous resistance to corrosion. This resistance is due to the naturally occurring chromium-rich oxide film formed on the surface of the steel. Although extremely thin, this invisible, inert film is tightly adherent to the metal and extremely protective in corrosive environment. The film is expeditiously self repairing in nature, and the indentation due to abrasion, cutting or machining is hastily repairable in the presence of oxygen. In addition, stainless steel objects rarely become waste at the end of their useful life as this metal is 100% recyclable. Qualities like low life cycle cost, high strength to weight ratio, aesthetic brilliance and easy-clean ability make SS the wonder metal for various applications.

Jindal Stainless (Hisar) Limited (JSHL) is India's first integrated stainless steel manufacturer with a capacity of 0.8 million tons per annum. JSHL is the world's largest producer of stainless steel strips for razor blades and India's largest producer of coin blanks, serving mints worldwide. The Specialty Product Division caters to high-end precision and specialty stainless steel requirements across the globe. JSHL's product range includes Slabs & Blooms, Hot Rolled Coils, Strips, Plates, Coin Blanks, Precision Strips and Cold Rolled Coils.

SLAB

Product	Max Width (mm)	Thickness (mm)
Slab	1275	200

PLATES

Product	Max Width (mm)	Thickness (mm)	
		Minimum	Maximum
Plates	1250	6.0	80





HR COIL

Product	Max Width (mm)	Thickness (mm)	
		Minimum	Maximum
Hot Rolled Coil	1270	2.0	12.0
HRAP Coil	1270	2.5	8.0

CR COIL

Product	Max Width (mm)	Thickness (mm)	
		Minimum	Maximum
CRAP Coil	1000	0.5	3.15
	1250	0.5	3.15



PRECISION STRIPS

The precision strips are rolled up to 0.05 mm in thickness. These strips are often the starting material for industries like Automotive, Electronics and Telecommunication, Health & Hygiene, Consumer Durables and Petrochemical Industry and exported as well. The customized chemical composition, extraordinary mechanical properties and precise dimensional and shape tolerance makes JSHL Precision Strips special.



BLADE STEEL (RAZOR BLADE)

The razor blade cold rolled strips of up to 0.076 mm thickness are produced in Specialty Products Division (SPD) at JSHL and supplied to leading Indian and international razor blade manufacturers.



COIN BLANKS

JSHL has been supplying stainless steel coin blanks to the Indian government mint and foreign mints for making coins. The company has the capability of producing high quality stainless steel and non-ferrous coin blanks. The present installed capacity for coin blanking is 10,000 metric tons per annum.

STAINLESS STEEL APPLICATIONS

ARCHITECTURE BUILDING CONSTRUCTION

Decorative and colour-coated stainless steel | Street furniture | Escalators, Elevators | Claddings | Railings | Gates | Decorative panels | SS Roofing sheets | Railway station upgradation | Commercial complexes | Sculptures & designer items | Home furniture

AUTOMOBILE RAILWAY TRANSPORT

Bus bodies | Exhaust systems, auto chassis, trims, suspension parts, fuel tanks, catalytic convertors | Railway wagons and coaches | Luggage racks, toilets, foot stairs | Metro coaches | Fish trawlers | Pontoons

CONSUMER DURABLES

Washing machine | Microwave | Refrigerator | Razor blades | Coin blanks | Surgical instruments | Special alloys for aerospace, defence, and other strategic applications | White goods & their components | Kitchenware and similar applications like tableware, cookware, cutlery, gas stoves, and sinks

PROCESS & ENGINEERING

Nuclear grade SS for fuel containment and waste handling | Super critical boilers in power plants | Water treatment and drinking water supply | Desalination applications | Chemicals, petro-chemical & fertilizer plants | Sugar, food and beverage industry, oil and gas | Space applications | Structural applications | Fish rearing cages



STAINLESS STEEL IN PLUMBING

Stainless steel pipes are being increasingly used for plumbing because stainless steel offers a wide range of benefits, with particular importance attached to its hygienic properties, its resistance to corrosion, long life and low maintenance. It does not require painting and blends smoothly with modern interior design. It is also fully recyclable.

Stainless steel often enjoys life cycle cost advantages compared to other materials. Even though the initial costs may be marginally higher for stainless steel plumbing materials, the gap in installed cost is reduced by a fast and more efficient method of jointing. Low maintenance, low system downtime and replacement costs and long life makes stainless steel the most attractive metal when compared to other materials.



STAINLESS STEEL IN CHEMICAL INDUSTRY

Probably the most demanding industries that use stainless steels are the chemical, processing and oil and gas industries. They have created a large market for stainless tanks, pipes, pumps and valves. One of the first major success stories for 304/316 stainless steel was the storage of dilute nitric acid as it could be used in thinner sections and was more robust than other materials.

SS pipes and tubes exhibit superior corrosion resistance, heat resistance and low-temperature properties and have been used as raw materials that can withstand harsh environments as seen in petroleum, brewery, sugar, refining, oil and gas industries.

STAINLESS STEEL IN BEVERAGE, DAIRY AND FOOD PREPARATION AND PROCESSING

Materials for beverage, dairy and food preparation, processing and storage are required to maintain the integrity of the structure (i.e. to be corrosion resistant and sufficiently robust to withstand their service environment) and to be inert (i.e. to impart neither colour nor flavour to food or beverages). Stainless steel is widely used in these applications because it is resistant to corrosion, inert, easily cleaned and sterilised without loss of properties, and can be readily fabricated by a variety of techniques.



STAINLESS STEEL FOR APPLICATION IN AUTOMOTIVE AND TRANSPORT SECTORS

Automotive and transport sectors are making increasing use of stainless steel to reduce weight, improve aesthetics, enhance safety and minimize life cycle cost. Characterized by superior fire and corrosion resistance, they ensure safety and reliability. Since stainless steel exhibits superior combination of high strength, ductility, formability and toughness compared to other metals and alloys, the intrinsic weight of vehicle decreases and its load carrying capacity and fuel efficiency increases. Maintenance cost is naturally lower and stainless steel components at the end of their long life are easily recycled.





STAINLESS STEEL IN ARCHITECTURE, BUILDING & CONSTRUCTION

Stainless steel has been used in Architecture, Building and Construction since its invention. Stainless Steel provides tremendous design-flexibility to high profile projects while its strength and resistance to corrosion, wear & tear, and fire make it a pragmatic long-lasting choice for public and industrial buildings. Worldwide, stainless steel is being used for structural applications ranging from cutting-edge architecture to infrastructure. Exceptional examples of historical structures include the stainless steel concrete reinforcing bar in Yucatan, Mexico's Progreso Pier (1945); St. Louis, USA's Gateway Arch (1965); and the Louvre Pyramid in Paris, France (1989).

HARNESSING THE POWER OF IT



Members of JSHL IT Team

At Jindal Stainless (Hisar) Limited (JSHL), Information Technology (IT) has been instrumental in enabling smoother, faster, and transparent processes across multiple divisions of JSHL's major operations and activities. With the onset of the COVID-19 pandemic, new challenges emerged in the business, which were successfully resolved through new-age IT solutions. From providing virtual platforms for multiple meetings and enabling work from home, to providing flawless network connectivity despite multiple challenges, IT played a major and meaningful role. We continued improving business and people processes by simplifying and digitising them.

Some major initiatives were undertaken in the area of procurement. First is the implementation of a contract tracker for MRO (Maintenance, Repair and Operations) procurement in SAP. This digital tracker keeps a record of entire information related to different contracts and vendor-managed inventories in a single place. Automated email workflows help in ensuring timely creation of renewal contracts and Purchase Orders. Second is improvement in the delivery of procured materials and supplies by automating the lead-time calculation for all MRO materials at a monthly frequency. This calculated lead-time flows automatically into Purchase Requisitions and subsequently, into Purchase orders and eliminates manual intervention. The delivery performance of the vendor is now being measured based on this system, and is helping the procurement team with performance improvement by monitoring and targeting better delivery from the vendors. Third, an automated vendor cash discount calculation system was implemented which eliminated the current process of manual calculation for each vendor by the finance department, thus effectively saving multiple human-hours and making the entire process faster. In addition to this, an administrative expenses tracker report was developed in-house to monitor actual expenses v/s targeted budgeted amount. This would help in keeping track of multiple administrative expenses in a single place.

Data security and business continuity have always been a focus area for JSHL's IT function. We ensured that all Disaster Recovery drills were conducted as per schedule, along with spreading awareness about their importance across the organization. All the systems, infrastructure, and networks were found to be working perfectly fine.

Another key focus area for JSHL is its human capital and several IT improvement initiatives were undertaken in the Human Resources domain. Some of them were creation of a mobile app for monitoring COVID symptoms in employees, an online suggestions portal that automatically shares the suggestions with the relevant stakeholders for consideration, and an online grievance redressal portal that enables logging in of HR-related concerns. Another major project undertaken was the development of an online Reward and Recognition portal that ensures easy access to each employee bringing in speed, transparency, and a higher level of participation among everyone. This will further the Company's focus on strengthening a culture of appreciation.

Today, technology is the prime differentiator between a market leader and a follower. By embracing these aforementioned technological advancements, the Company is cementing its position as a market leader. The most important element in this transformation is the Company's IT team, whose unfailing dedication and zest are the reason behind the success of our digitization endeavours.

AWARDS AND ACCOLADES



Winner of Large Scale Deployment of Energy Efficient Motor in Energy Circle Competition 2021.



Platinum Award in Seem-National Energy Management Award - 2020 (Iron & Steel Sector) by SEEM



The Energy & Environment Foundation Global Environment Award 2020 in Platinum Category.



Energy Efficient Unit Award at the 21st National award for Excellence in Energy Management 2020



Winner of Best Implementation of ISO 50001 in CII Energy Circle Competition 2020

UNLEASHING PEOPLE POWER



Employees are the most valuable asset for your Company and we are committed to ensure their wellbeing at work and beyond. We consistently acknowledge the efforts of our best-performing and value-aligned employees. We also support our workforce with the best-in-class technology, and backing needed for in-house innovations. We are embracing digitisation and creating an environment which enhances competency, capability and work efficiency. The Company achieved 15,948 human-days of training with 22,281 participants during the year. Your organisation is fuelled by its capable and talented human-power with unique skill-sets which are specialised to working in the rigorous manufacturing unit environment. This year, we enhanced our talent pool by inducting 97 employees including 10 PGETs, 25 GETs and 19 DETs from IITs, NITs and other renowned engineering colleges. For the smooth on-boarding of GETs and PGETs, ARISE 2020 induction programme was organised. Similarly, UDAAN 2020 was launched for DETs.

Along with industrial trainings, we also organised programmes which helped in the 360-degree development of our employees. The focus areas for employee trainings included Functional, Operational Excellence, Behavioral, Compliance and Wellness. To introduce fresh ideas and ensure seamless implementation of recommendations and key insights received from ideation exercises for improvement in business processes, cross functional teams were formulated and joint practice sessions were held.

As part of experiential learning, your Company continued to encourage participation of employees in seminars and conferences which were mostly through virtual mode. Our teams participated and won laurels for the Company in 20th National Supervisory Skills competition, National Digitech Symposium 2020, and 13th CII National Competitiveness and Cluster Summit.

To acknowledge the contribution of the tireless efforts made by employees for the betterment of your Company, a new quarterly Rewards and Recognition scheme was launched. Various events were organised through the year, both online and offline with proper safety measures, to ensure interconnectedness through these trying times. Town-hall and Communication meets were also held time





to time to address the concerns of our workforce. Festivals like Republic Day, Independence Day, Durga Puja, Diwali, Dussehra, New Year's Eve, and Women's Day were celebrated following COVID safety protocols. Winter Sports Festival, Table Tennis Championship, Rapid Football League, Stainless Pro Cricket League, and Jindal Athletics Meet helped pump-up the energy and enthusiasm levels of our people.

Employee care is woven in the fabric of your Company. Your Company did not only look after the employees, but also their family members. We organised vaccination camps for employees and their families as per government guidelines, and introduced a policy to support the families of the employees that we lost to COVID. The Human Resources team of your Company is resolute on its commitment to the welfare of the employees.

SUSTAINABLE INITIATIVES



PHILOSOPHY OF SUSTAINABLE DEVELOPMENT

CSR VISION

'Corporate Social Responsibility (CSR) is the direct connect between the head and the heart. It becomes impactful only when one speaks the language of the heart.'

Aligning with the vision of Improving Lives Through Trustworthy and Innovative Stain-less Solutions, Jindal Stainless has continuously engaged itself in improving the lives of people in and around the manufacturing facilities. CSR is the strategic approach toward sustainable community development and the key to inclusive growth. This includes the 'Beyond Business' activities that are focused on the communities that cross the path of Jindal Stainless. These programmes are focused around the needs of the local communities at the bottom of the pyramid, aimed at empowering them with employable skills and giving them a voice to deal with domestic violence and engage in other social issues. At Jindal Stainless, employees are encouraged to volunteer in community work and engage in eradicating social evils of society. Jindal Stainless has undertaken a number of CSR initiatives like skill training and education, integrated preventive health, rural development, livelihood generation, women empowerment and entrepreneurship, human rights and business and advocacy.





JINDAL STAINLESS FOUNDATION

JSL Foundation is a registered society under the Registrar of Societies, established to work for the greater good of society. Our aim is to focus 'Beyond Business Responsibilities', stressing on the importance of seeing a change in lives of communities around our Plant locations as well as other geographies. Our key focus areas are Women Empowerment, Education and Skill Development, Integrated Health Care, Environment Sustainability, Community Development, and Integrated Farming.

Under the able guidance of our Chairperson, Mrs Deepika Jindal, our team of seasoned CSR professionals implements the entire gamut of initiatives through national and international civil societies and non-government organizations. Under the aegis of JSL Foundation, it is our earnest endeavor to uplift our surrounding communities and transform the lives of people who cross our path.



PHILOSOPHY

To address key social developmental issues and encourage all stakeholders to get engaged through focused sustainable interventions with the aim of achieving the overall vision of JSL of improving lives through trustworthy and innovative stain-less solutions



AIM

Mainstreaming communities at the bottom of the pyramid

OBJECTIVES

- To work towards social advancement of all stakeholders including communities and their families
- To work with farming communities towards doubling their incomes through technology-based solutions and promoting climate adaptation practices
- Empower rural youth and women through skill enhancement and promote entrepreneurship
- Provide basic amenities to rural communities living around our areas of operations i.e. primary health, basic education etc.
- To work towards environmental protection
- To provide an enabling environment and promote best practices
- To ensure a proper reporting structure



CSR ACTIVITIES

Going beyond business is in the ethos of our organisation and hence, it is befitting that our CSR projects cater to relevant issues such as Community Development, Education, Integrated Health Care, Skill Development, Women Empowerment, Environment and Business and Human Rights.

While a wide array of projects are undertaken each year and continued from previous years, let's have a look at some major initiatives in FY21.





DEAF SCHOOL EMPOWERMENT PROJECT, 'NAI DISHA'

A program for developing the knowledge and skills of the deaf students enrolled at Welfare Centre for Persons with Speech and Hearing Impairment (WCPSHI), Hisar and Sonipat is being executed in partnership with Noida Deaf Society. Due to the COVID-19 pandemic, online and offline classes were conducted. Around 86 students were trained in Indian Sign Language, Value Education, Basic English Communication and Computer literacy.

SMART CLASS PROJECT

Smart Class Labs installed in the schools in partnership with Next Education India Private Limited for improving teaching practices through visual learning aids are functioning well. However, the operations were limited due to COVID-19.



STAINLESS SKILL TRAINING INSTITUTE, 'PRERNA'

Students trained in the areas of Dress Designing and Fashion Technology, and Beauty Culture from the Stainless Skill Training Institute were rewarded with course completion certificates. 105 students were trained to develop their vocational skills and secure their livelihoods.



O P JINDAL VIKAS KENDRA, 'UNNATI'

94 students trained in the areas of stitching and tailoring at the O PJindal Vikas Kendra were rewarded with course completion certificates.







SAFE DRINKING WATER IN RURAL SCHOOLS

Water Purification Units installed at rural schools in partnership with Piramal Foundation have been functioning smoothly. Safe and clean water was accessed by the school faculties along with the students.





SOLAR WATER PUMP PROJECT

Solar water pumps have been installed at two villages, namely Umra and Sultanpur, and have proved to be an indispensible resource helping the farmers in irrigating farms as per convenience. They also help with savings on diesel/electricity cost. Around 14 acres of agricultural land is getting irrigated using these pumps.







IMPROVING FARMER'S INCOME

In partnership with Gram Unnati Foundation, our project on improving the incomes of farmers through production practices and market linkages is being implemented in 38 villages of Hisar and the rest of India with NABARD. Around 800 farmers are engaged with the initiative and have been trained with the technical advisory services that focus on land preparations, selection and treatment of seeds, sowing techniques, disease and pest control, organic farming, application of fertilizers and bio fertilizers, irrigations, storages etc. Institutional linkages support farmers in availing benefits of various schemes such as procurement of the seeds, trainings, better quality seeds etc. Furthermore, linkages with NABARD that strengthen the Farmers Production Organizations (FPO's) in 3 districts of Rajasthan and 2 districts of Uttar Pradesh were also promoted.

A similar project was implemented for the farmers of Pataudi and Nuh (districts Gurugarm and Mewat, respectively) to improve the economic condition of farmers by increasing crop production and productivity, reducing input cost and developing sustainable market linkages and capacity building of farmers through training on the good agricultural practices. Around 4000 farmers from 180 villages are associated and have received technical advisory services. Moving forward, possibilities to tie-up with institutional buyers in Delhi NCR in order to provide the farmers new opportunities to access a larger market are in progress.



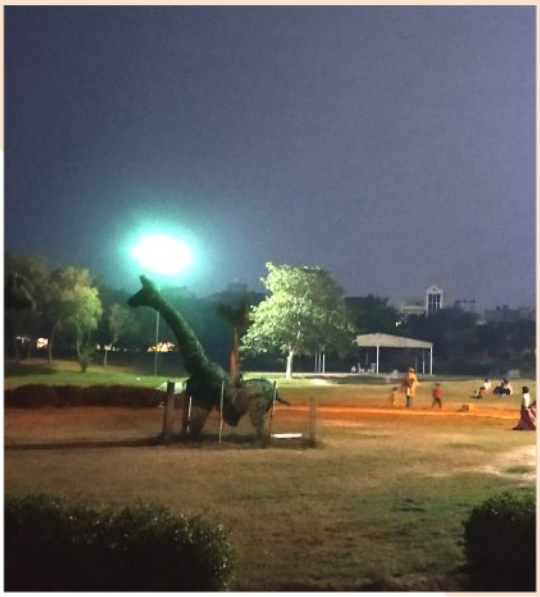




MAINTENANCE AND RESTORATION OF O P JINDAL MEMORIAL PARK

The restoration and maintenance of O P Jindal Memorial Park, that spreads in 24. 5 acres, is being implemented in partnership with Prabhaav Foundation. Regular activities related to its beautification are being carried out throughout the year such as plantation, grass mowing, irrigation, cleaning, artificial grass coverage on topiary giraffes and peacock, fixing of tiles around the sundial area, installation of flash light and replacement of volleyball pole etc. This drastic change has allured the local communities with the green cover and other amenities.





HISAR HEROES, INITIATIVES FOR THE UPLIFTMENT OF WASTE PICKERS

Hisar Heroes project is being executed in partnership with the Green Dream Foundation for improving the life condition of waste pickers. The initiatives address issues related to waste segregation at source, creating favorable and hygienic working conditions, linkages with direct recyclers to get the best selling prices of dry waste, etc. The waste segregation centre has been renovated from safety and protection perspectives. Trainings were imparted to waste pickers on various measures and following this, medical insurance cards that cover daycare and hospitalization related to injuries, COVID-19 and other illness were distributed. Wall paintings depicting social messages addressing women empowerment, environment, sports and fitness etc, were displayed at prominent locations.



SERVING OUR NATION IN THE FIGHT AGAINST COVID

COVID EFFORTS









OVER 6000 MT LIQUID MEDICAL QXYGEN SUPPLIED TO HOSPITALS ACROSS HARYANA, ODISHA AND DELHI

35,000 GROUP EMPLOYEES AND FAMILIES OFFERED FREE VACCINATIONS

500-BED COVID EMERGENCY HOSPITAL SET UP IN HISAR

OTHER INITIATIVES

Proper sanitisation of tactile infrastructure and social distancing ensured in all collaborative spaces

Provision of rations, masks and sanitizers were done to migrant and daily wage workers through a PPP model with the Delhi government in Delhi NCR

Isolation wards were created at plant locations for potential carriers of the virus

Bridged access to essentials like ATMs and cooking gas from plants' LPG distribution unit for workers' families

MEDICAL SUPPORT OFFERED

Group's Hisar plant supplied ~9.5 MT LMO daily to 50+ medical facilities in Haryana and Delhi-NCR.

Group's Jajpur unit dispatched over 40 MT LMO daily to Odisha, Andhra Pradesh, and other states as required.

Set up a self-sufficient emergency COVID hospital in Hisar, in collaboration with Government of Haryana, equipped with best equipment and oxygen supply from Company's Hisar plant.

Additional 200 oxygen beds along with isolation wards and screening units dedicated for COVID at JIMS, Hisar.

Free telephonic consultation offered for OPD patients to support patients while adhering to social distancing.

150 ICU beds, 60 ventilators, and several other facilities activated to their maximum capacity to support patients at JIMS, Hisar.

Chairperson Emeritus
Mrs. Savitri Devi Jindal

Chairman
Mr. Ratan Jindal

Managing Director
Mr. Abhyuday Jindal

Whole Time Director
Mr. Jagmohan Sood

Directors
Mrs. Deepika Jindal
Mr. Girish Sharma
Mr. N.C. Mathur
Mrs. Arti Luniya
Dr. Rajeev Uberoi

Chief Financial Officer
Mr. Ramnik Gupta

Company Secretary
Mr. Bhartendu Harit

Working Capital Bankers
Axis Bank
Bank of Baroda
Canara Bank
ICICI Bank
Punjab National Bank
State Bank of India
Standard Chartered Bank

Statutory Auditors
M/s Lodha & Co.
Chartered Accountants
M/s S.S. Kothari Mehta & Co.
Chartered Accountants

Secretarial Auditors
M/s Vinod Kothari & Co.
Practicing Company Secretaries

Cost Auditors
M/s Ramanath Iyer & Co
Cost Accountants

Registered Office
O.P.Jindal Marg
Hisar – 125005 (Haryana)

Manufacturing Facilities
Hisar (Haryana)
Kothavalasa (Andhra Pradesh)

NOTICE

JINDAL STAINLESS (HISAR) LIMITED
(CIN: L27205HR2013PLC049963)
Regd. Office: O.P. Jindal Marg, Hisar – 125 005 (Haryana), India
Phone No. (01662) 222471-83, Fax No. (01662) 220499
Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi– 110066.
Phone No. (011) 26188345-60, 41462000, Fax No. (011) 41659169, 26101562
Email Id.: investorcare.jshl@jindalstainless.com; Website: www.jshlstainless.com

NOTICE is hereby given that the **8th Annual General Meeting ("AGM")** of Members of **Jindal Stainless (Hisar) Limited** will be held on Thursday, the **16th day of September, 2021** at **1:00 p.m** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
   a. the audited standalone financial statements of the Company for the financial year ended on 31st March, 2021 the Reports of Board of Directors and Auditors thereon, and
   b. the audited consolidated financial statements of the Company for the financial year ended on 31st March, 2021 and the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Jagmohan Sood (DIN: 08121814), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTIONS:

3. AS AN ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. ABHYUDAY JINDAL AS MANAGING DIRECTOR OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("the Act") the rules made thereunder read with Schedule V to the Act, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), if any, the Articles of Association of the Company and subject to all requisite consents and approvals, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Abhyuday Jindal (DIN: 07290474) as Managing Director of the Company, for a period of three years with effect from 26th April, 2021 at remuneration and other terms and conditions as mentioned below:

1. Period of appointment: 3 years with effect from 26th April, 2021 till 25th April, 2024.
2. Remuneration:
   (a) Annual Fixed Pay (inclusive of basic salary, perquisites and allowances): Upto a maximum of Rs.9 Crore per annum, payable on monthly basis, as may be determined by the Board of Directors and/or Nomination and Remuneration Committee of Directors.
   (b) Retirement / Other benefits: Gratuity, provident fund, leave encashment and other benefits as per the applicable policies and rules of the Company.
   (c) Commission: To be paid periodically after approval of quarterly results of the Company by the Board, as

may be determined by the Board of Directors of the Company and/or Nomination and Remuneration Committee of Directors of the Company.

3. The remuneration payable to Mr. Abhyuday Jindal shall not exceed 4% of the net profits of the Company computed in accordance with Section 198 of the Act. Provided that the total remuneration payable to all the Executive Directors, including Mr. Abhyuday Jindal, shall not exceed 10% of the net profits so computed.

   The total remuneration drawn by Mr. Abhyuday Jindal during a financial year from the Company and Jindal Stainless Limited ("JSL"), where he is also a Managing Director, shall not exceed the higher of the admissible limit from any one of the Company or JSL, in terms of the provisions of Section V of Part II of Schedule V to the Act.

4. He shall be entitled to reimbursement of all expenses incurred by him while performing his duties and such reimbursement will not form part of his remuneration.

5. The premium paid by the Company for Directors & Officers' Liability Insurance will not be treated as part of the remuneration payable to Mr. Abhyuday Jindal, to in terms of Section 197(13) of the Act.

6. He shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

7. He shall be liable to retire by rotation. However, retirement by rotation and re-appointment shall not be deemed to be a break in service as Managing Director.

RESOLVED FURTHER that in the event of inadequacy or absence of profits under Section 197 of the Act in any financial year or years, the remuneration as approved herein be paid as minimum remuneration to Mr. Abhyuday Jindal, subject to receipt of requisite approvals under the Act.

RESOLVED FURTHER that the Board of Directors and/or Nomination and Remuneration Committee of Directors be and is hereby authorized to vary and/or revise the remuneration of Mr. Abhyuday Jindal, within the aforesaid limits and settle any question or difficulty in connection therewith and incidental thereto."

4. AS AN ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. JAGMOHAN SOOD AS WHOLE TIME DIRECTOR OF THE COMPANY.

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and any other applicable provisions of the Companies Act, 2013 ("the Act") the rules made thereunder read with Schedule V to the Act, the Articles of Association of the Company and subject to all requisite consents and approvals, the consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Jagmohan Sood (DIN: 08121814) as Wholetime Director of the Company, for a period of three years with effect from 15th May, 2021 at remuneration and other terms and conditions as mentioned below:

1. Period of appointment: 3 years with effect from 15th May, 2021 till 14th May, 2024.

2. Remuneration:

   (a) Annual Fixed Pay (inclusive of basic salary, perquisites and allowances): Upto Rs.2.5 Crore per annum, payable on monthly basis.

   (b) Variable Pay (Performance Linked Incentive) to be paid as per Profit Linked Variable Reward Scheme of the Company or such sums as may be determined by the Board and / or Nomination and Remuneration Committee of Directors of the Company, from time to time.

   (c) Retirement / other benefits: Gratuity, provident fund, leave encashment and other benefits as per the applicable policies and rules of the Company.

3. He shall be entitled to reimbursement of all expenses incurred by him while performing his duties and such reimbursement will not form part of his remuneration.
4. The premium paid by the Company for Directors & Officers' Liability Insurance will not be treated as part of the remuneration payable to Mr. Jagmohan Sood, in terms of Section 197(13) of the Act.
5. He shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.
6. He shall be liable to retire by rotation. However, retirement by rotation and re-appointment shall not be deemed to be a break in service as Wholetime Director.
7. The annual remuneration payable to Mr. Jagmohan Sood shall not exceed 4% of the net profits of the Company computed in accordance with Section 198 of the Act. Provided that the total remuneration payable to all the Executive Directors, including Mr. Jagmohan Sood, shall not exceed 10% of the net profits so computed for that year.

RESOLVED FURTHER that in the event of inadequacy or absence of profits under Section 197 of the Act in any financial year or years, the remuneration as approved herein be paid as minimum remuneration to Mr. Jagmohan Sood, subject to receipt of requisite approvals under the Act.

RESOLVED FURTHER that the Board of Directors and/or Nomination and Remuneration Committee of Directors be and is hereby authorized to vary and/or revise the remuneration of Mr. Jagmohan Sood, within the aforesaid limits and settle any question or difficulty in connection therewith and incidental thereto."

5. AS AN ORDINARY RESOLUTION

APPOINTMENT OF DR. RAJEEV UBEROI AS AN INDEPENDENT DIRECTOR.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions, if any, and Schedule IV to the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Rajeev Uberoi (DIN: 01731829), who was appointed as an Additional Director (Independent) w.e.f. 11th December, 2020 by the Board of Directors upon recommendation of the Nomination and Remuneration Committee of the Company ("Committee") after satisfying the criteria laid down by the Committee and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director of the Company, whose office shall not be liable to retire by rotation, to hold office for a term of three consecutive years w.e.f. 11th December, 2020 till 10th December, 2023."

6. AS A SPECIAL RESOLUTION

REAPPOINTMENT OF MRS. ARTI LUNIYA AS AN INDEPENDENT DIRECTOR.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions, if any, and Schedule IV to the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Arti Luniya (DIN: 05341955), who was appointed as an Additional Director (Independent) w.e.f. 26th July, 2021 by the Board of Directors upon recommendation of the Nomination and Remuneration Committee of the Company ("Committee") after satisfying the criteria laid down by the Committee, be and is hereby reappointed as an Independent Director of the Company, whose office shall not be liable to retire by rotation, to hold office for a term of three consecutive years w.e.f. 26th July, 2021 till 25th July, 2024."

7. AS AN ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION TO BE PAID TO M/S RAMANATH IYER & CO., COST ACCOUNTANTS, AS COST AUDITORS OF THE COMPANY, FOR THE FINANCIAL YEAR 2021-22.

"RESOLVED that pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as may be amended from time to time, the remuneration of Rs.1,92,500/- (Rupees One Lakh Ninety Two Thousand Five Hundred only) (excluding reimbursement for direct and allocated expenses incurred in connection with the performance of the services on actual basis and applicable taxes) fixed by the Board of Directors of the Company to be paid to M/s Ramanath Iyer & Co., (FRN 000019), Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company for the financial year 2021-22 for conducting audit of cost accounting records of the Company, be and is hereby ratified.

RESOLVED FURTHER that the Board of Directors be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary to give effect to this resolution."

8. AS AN ORDINARY RESOLUTION

AUTHORITY TO ENTER INTO MATERIAL RELATED PARTY CONTRACTS/ ARRANGEMENTS / TRANSACTIONS.

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and Rules framed thereunder, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company's policy on Related Party Transactions, the approval of the Members of the Company be and is hereby accorded to the Board of Directors, to enter into one or more contracts / arrangements / transactions with the following related parties for the amounts stated hereunder:

Sl. No.	Name of Related Party	Amount (Rs. in Crore)
1	Jindal Stainless Limited ("JSL")	1,700
2	Jindal Stainless Steelway Limited ("JSSL")	2,000
3	JSL Global Commodities Pte. Ltd. ("JSL Global")	1,200
4	Prime Stainless DMC ("Prime")	1,200

during the Financial Year 2021-22 on such terms and conditions as may be mutually agreed upon between the Company and JSL, JSSL, JSL Global and Prime.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to decide upon the nature and value of the products, goods, materials or services etc. to be transacted with JSL, JSSL, JSL Global and Prime, including providing Corporate Guarantee on behalf of JSL, within the aforesaid limits.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors / one or more Directors or Officers of the Company and to do all such acts, matters, deeds and things as may be necessary to give effect to the above resolution."

Registered office:

O.P. Jindal Marg,
Hisar-125005, Haryana
Date: August 16, 2021

By order of the Board
For Jindal Stainless (Hisar) Limited

(Bhartendu Harit)
Company Secretary
Membership No. A15123

NOTES:

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated 13th January, 2021 read with circulars dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM Facility, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars; and circular dated January 15, 2021 read with 12th May 2020 issued by the Securities and Exchange Board of India ("SEBI Circular"), the 8th AGM of the Company is being held through VC / OAVM Facility. The detailed procedure for participating in the meeting though VC/OAVM Facility is mentioned hereunder in this notice. The deemed venue for the 8th AGM shall be the Registered Office of the Company.

   In terms of the MCA Circulars and SEBI Circular, the Notice of the 8th AGM will be available on the website of the Company at www.jshlstainless.com, on the website of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and also on the website of Link Intime India Private Limited, at https://instavote.linkintime.co.in/

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circular through VC / OAVM Facility, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 8th AGM of the Company and therefore the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Attendance of the Members of the Company, participating in the 8th AGM through VC / OAVM Facility will be counted for the purpose of reckoning the quorum under section 103 of the Act.

4. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 8th AGM and facility for those Members participating in the 8th AGM to cast vote through e-Voting system during the 8th AGM. Link Intime India Private Limited ("Link Intime/Registrar") will be providing facility for voting through remote e-Voting, for participation in the 8th AGM through VC/OAVM Facility and e-Voting during the 8th AGM.

5. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") of the persons seeking re-appointment / appointment and the director who retires by relation and eligible for re-appointment as Directors under Item Nos. 2 to 6 of the Notice, are also attached. The Company has received relevant disclosures / consents from the respective Directors .

6. An Explanatory Statement pursuant to Section 102 of the Act relating to special business to be transacted at the meeting is annexed hereto.

7. Pursuant to Section 91 of the Act and Regulation 42 of the SEBI Listing Regulations, the Register of Members and the Share Transfer books of the Company will remain closed from Monday, 13th September, 2021 to Tuesday, 14th September, 2021 (both days inclusive) for the purpose of 8th AGM of the Company.

8. The Securities and Exchange Board of India ('SEBI') has mandated submission of Permanent Account Number ('PAN') by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.

9. SEBI has also mandated that requests for effecting transfer of securities (except transmission or transposition of securities) shall not be processed after March 31, 2019, unless the securities are held in dematerialized form. Hence, the Members holding shares in physical form are requested to convert their holdings to dematerialized form to at the earliest.

10. Pursuant to the MCA Circulars and SEBI Circular, in view of the prevailing situation, owing to the difficulties involved in dispatching of physical copies of the Notice of the 8th AGM and the Annual Report for the year 2020-21 including therein the Audited Financial Statements for financial year ended 31st March 2021, are being sent only by email to the Members. Members who have not registered their email addresses with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 8th AGM and the Annual Report for the year 2020-21 and all other communication sent by the Company, from time to time, can now register the same by submitting a duly filled-in request form mentioning their folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN Card and any document (such as Driving License, Passport, Bank Statement, Aadhaar Card) supporting the registered address of the Member, by email to the Company / Registrar. Members holding shares in demat form are requested to register their email addresses with their Depository Participant(s) only.

11. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date 9th September, 2021 and as per the Register of Members of the Company. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

12. In case of joint holders attending the Meeting, only the Member whose name appears first will be entitled to vote.

13. Since 8th AGM of the Company will be held through VC / OAVM Facility, therefore Route Map is not annexed to this Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

ITEM NO. 3

The tenure of Mr. Abhyuday Jindal as Managing Director of the Company was upto 25th April, 2021. Considering the valuable contribution made by Mr. Abhyuday Jindal during his tenure as Managing Director of the Company, the Board of Directors at its meeting held on 8th February, 2021, upon the recommendation of the Nomination and Remuneration

Committee of the Board of Directors had approved the re-appointment of Mr. Abhyuday Jindal as Managing Director of the Company for another period of three years commencing from 26th April, 2021 till 25th April, 2024, subject to the requisite approvals. His term as Director will be subject to retirement by rotation.

Mr. Abhyuday Jindal is not disqualified from being appointed as Managing Director in terms of Section 196 of the Companies Act, 2013 ("the Act") and he has given his consent to act as Managing Director. Mr. Jindal is also not debarred from holding the office of a Director by virtue of any SEBI order or any other authority.

In compliance with the provisions of the Act, the terms of remuneration specified in the resolution are placed before the Members in this AGM for their approval.

The information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard-2 is provided under the head "Additional Information".

There is no contract of services in writing with Mr. Abhyuday Jindal. The terms set out in the resolution may be treated in compliance of Section 190 of the Act. Your Directors recommend passing the resolution as set out at item no. 3 as an Ordinary Resolution for your approval.

Mr. Abhyuday Jindal, Managing Director is interested in the resolution set out at Item No. 3 of this Notice. Mrs. Deepika Jindal, Director and Mr. Ratan Jindal, Chairman of the Company, being related to Mr. Abhyuday Jindal may be deemed to be interested in the said resolution. The other relatives of Mr. Abhyuday Jindal may be deemed to be interested to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise in the above referred resolution.

ITEM NO. 4

The tenure of Mr. Jagmohan Sood as Wholetime Director of the Company was upto 14th May, 2021. Considering the valuable contribution made by Mr. Sood during his tenure as Wholetime Director of the Company, the Board of Directors at its meeting held on 8th February, 2021, upon the recommendation of the Nomination and Remuneration Committee of the Board of Directors had approved the re-appointment of Mr. Sood as Wholetime Director of the Company for another period of three years commencing from 15th May, 2021 till 14th May, 2024, subject to the requisite approvals. His term as Director will be subject to retirement by rotation.

Mr. Jagmohan Sood is not disqualified from being appointed as Wholetime Director in terms of Section 196 of the Companies Act, 2013 ("the Act") and he has given his consent to act as Wholetime Director. Mr. Sood is also not debarred from holding the office of a Director by virtue of any SEBI order or any other authority.

The information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 is provided under the head "Additional Information".

In compliance with the provisions of the Act, the terms of remuneration specified in the resolution are placed before the Members in this AGM for their approval.

There is no contract of services in writing with Mr. Jagmohan Sood. The terms set out in the resolution may be treated in compliance of Section 190 of the Act.

Your Directors recommend passing the resolution as set out at item no. 4 as an Ordinary Resolution for your approval.

Mr. Jagmohan Sood being concerned along with his relatives may be deemed to be interested in the resolution set out at Item No. 4 of this notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors/ key Managerial Personnel of the Company/ their relative are, in any way, concerned or interested,

financially or otherwise in the above referred resolution.

ITEM NO. 5

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") where the Chairperson is non-executive and promoter of the Company, at least half of the Board of Directors shall comprise of Independent Directors.

Consequent to cessation of Mr. K.J.S. Thind as an Independent Director of the Company w.e.f. 1st November, 2020, on completion of second term of his appointment, the number of Independent Directors was reduced to less than half of the total number of Directors. Accordingly, the Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Dr. Rajeev Uberoi as an Additional Director (Independent) of the Company not liable to retire by rotation, to hold office for a period of three consecutive years from 11th December, 2020 till 10th December, 2023, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM"). In terms of provisions of Section 161(1) of the Companies Act, 2013 ("the Act"), he will hold office up to the date of this AGM.

The Company has received a declaration from Dr. Rajeev Uberoi confirming the criteria of independence as prescribed under Section 149(8) of the Act and under the Regulation 16(1)(b) of the SEBI LODR. Dr. Uberoi is not disqualified from being appointed as Director in terms of Section 164 of the Act, as amended from time to time. In the opinion of the Board, he fulfils the conditions specified under the Act & SEBI Regulations and is independent of the management of the Company. In terms of Section 160(1) of the Act, the Company has received a notice in writing from a member proposing his candidature for appointment as an Independent Non-Executive Director of the Company. A copy of the letter of appointment of Dr. Rajeev Uberoi setting out the terms of conditions of appointment is available for inspection without any fees by the members at the Registered Office of the Company, till the date of AGM. The details required under SEBI LODR & Secretarial Standards – 2 issued by The Institute of Company Secretaries of India are mentioned under the head "Additional Information". This Explanatory Statement may also be regarded as a relevant disclosure under the SEBI Regulations and other applicable laws.

Your Directors recommend passing of the resolution as set out at item no. 5 of this Notice as an Ordinary Resolution for your approval.

Dr. Rajeev Uberoi is interested in the resolution set out at Item No. 5 of this Notice with regard to his appointment. His relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. Save and 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 the above referred resolution.

ITEM NO. 6

In terms of Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors), Rules 2014, the Independent Directors shall hold office for a period of up to 5 consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of up to 5 years each. Further, in terms of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the tenure of independent directors shall be in accordance with the Companies Act, 2013 and rules made thereunder, in this regard, from time to time.

Mrs. Arti Luniya (DIN: 05341955) had joined the Board of Directors of the Company on 26th July, 2018 as a Non-Executive Independent Director. She was appointed as an Independent Director for a term of 3 years commencing from 26th July, 2018. Her appointment was approved by the Shareholders at the 5th Annual General Meeting of the Company held on 27th September, 2018. The 1st term of her appointment was upto 25th July, 2021.

The Board of Directors, on recommendations of Nomination and Remuneration Committee, re-appointed her as an

Additional Director (Independent) with effect from 26th July, 2021 to hold office till the conclusion of the ensuing Annual General Meeting of the Company and keeping in view her performance, skills, experience and contributions, approved seeking the consent of Members for reappointment of Mrs. Arti Luniya as an Independent Director for a further period of three years with effect from 26th July, 2021, whose office shall not be liable to retire by rotation.

In the opinion of the Board, she possesses requisite expertise, integrity and experience (including proficiency) for re-appointment as an Independent Director of the Company and her continued association would be of immense benefit to the Company. Mrs. Luniya fulfils conditions of appointment as Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.She is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director.

The Company has also received declaration from her that she meets the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member proposing Mrs. Luniya's candidature for the office of Director. Mrs. Luniya is also not debarred from holding the office of a director by virtue of any SEBI Order or any other authority.

Her brief resume, educational and professional qualifications, nature of his work experience etc. are given under the head "Additional Information".

Your Directors recommend the resolution set out at Item No. 6 as a Special Resolution for your approval.

Mrs. Luniya is interested in the resolution set out at Item No. 6 of this Notice with regard to her appointment. Her relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company. Save and 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 the above referred resolution.

ITEM NO. 7

In terms of the provisions of the Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to maintain the cost records for its product and services in its books of account and get its cost record audited.

The Board of Directors, in its meeting held on 18th May, 2021, on the basis of recommendation of the Audit Committee appointed M/s. Ramanath Iyer & Co., Cost Accountants, as Cost Auditors to conduct audit of cost records of the Company for the financial year 2021-22 and subject to ratification by Members, fixed their remuneration at Rs. 1,92,500/- (Rupees One Lakh Ninety Two Thousand and Five Hundred only), which shall exclude reimbursement for direct and allocated expenses incurred in connection with the performance of the services on actual basis and applicable taxes.

Pursuant to Section 148 of the Companies Act 2013 read with the Companies (Cost Records and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors should be ratified by the shareholders of the Company.

Your Directors recommend passing of the resolution as set out at item no. 7 of this notice as an ordinary resolution for your approval.

None of the Directors, Key Managerial Personnel(s) of the Company or their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

ITEM NO. 8

The Company in the ordinary course of its business and on arm's length basis, enters into transactions for sale / purchase of

goods / services/ allocating common corporate expenditure with Jindal Stainless Limited ("JSL"), Jindal Stainless Steelway Limited ("JSSL"), JSL Global Commodities Pte. Ltd. ("JSL Global") and Prime Stainless DMCC ("Prime"), the related parties of the Company.

Further during the year, JSL has availed a term loan facility aggregating to Rs.100 Crore from Axis Finance Limited ("AFL"). For the purpose of securing the above facility the security has been perfected by JSL on its assets on pari-passu basis with its existing lenders. One of the security conditions of the aforesaid facility is to provide Corporate Guarantee of Jindal Stainless (Hisar) Limited in favour of AFL. Accordingly, JSL has approached the Company to provide a Corporate Guarantee to secure the aforesaid facility.

The Board of Directors in its meeting held on May 18, 2021, upon the recommendation of the Audit Committee, subject to the approval of the Members, has approved to issue Corporate Guarantee for securing the facility. The aforesaid Corporate Guarantee will be within the overall limits under Section 186 of the Companies Act, 2013 as approved by the members vide a special resolution by way of Postal Ballot on March 9, 2016.

The value of the transactions proposed, which will be on an arm's length basis, are based on the Company's estimated transaction value for the financial year 2021-22.

Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") provides that all material related party transactions shall require approval of the shareholders through Ordinary Resolution. The explanation to Regulation 23(1) of the SEBI Regulations provides that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.

The above mentioned contracts between the Company and the 'Related Parties' are likely to exceed the thresholds of materiality limits as defined under the SEBI Regulations and the Policy on dealing with Related Party Transactions of the Company during the financial year 2021-22.

Your Directors recommend passing of the resolution as set out at Item No. 8 of this Notice as an Ordinary Resolution for your approval.

Except Mr. Ratan Jindal, Chairman and Managing Director of JSL, Mr. Abhyuday Jindal, Managing Director of JSL and Mr. N.C. Mathur, Director of JSSL and their relatives, none of the other Directors, Key Managerial Personnel(s) of the Company and their relatives, are in any way, concerned or interested, financially or otherwise in the said resolution, except to the extent of their shareholding interest, if any, in the Company and the refered 'Related Parties'.

Registered office:
O.P. Jindal Marg,
Hisar-125005, Haryana
Date: August 16, 2021

By order of the Board
For Jindal Stainless (Hisar) Limited

(Bhartendu Harit)
Company Secretary
Membership No. A15123

ADDITIONAL INFORMATION

Information as required in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India for Item Nos. 2 to 6.

Brief Profile of directors appointed / re-appointed and the director, who retire by rotation and eligible for re-appointment:

Details of Mr. Abhyuday Jindal, Managing Director

Name of Director	Mr. Abhyuday Jindal
DIN	07290474
Brief Resume	A Boston University graduate in Economics and Business Management, Mr. Abhyuday Jindal has a wide ranging experience in the areas of project management, supply chain systems, and strategic & general management. Currently, he is also the Managing Director of Jindal Stainless Limited. He is also the Co-Chair for FICCI's Steel Committee. Mr. Jindal started his career with the JSW Group. There, he played a prominent role in the stake acquisition of Ispat Industries and the post acquisition integration of JSW and Ispat. He then moved on to the Boston Consulting Group, where he managed project consultancy for diverse industries, including cement, steel, wind turbines, and auto components. Having gained a deep understanding of the industrial manufacturing arena, Mr. Jindal entered the USD 2.70 billion (as of March'21) Jindal Stainless organization. Driven by the ambition to go beyond the ordinary, Mr. Jindal took multiple strides in improving supply chain and operational efficiencies. Today, he is shaping Jindal Stainless into a far more dynamic, responsive, predictive, and solution-based organization. As a leader in the stainless steel landscape of the country, Mr. Jindal has explored and unlocked new avenues for providing stainless solutions to stakeholders with the vision to improve lives. Helmed by him, the organization has built uncontested market leadership and made foray into new fields. Strongly rooted in the Indian soil, Mr. Abhyuday Jindal's community-centric transformational approach has led to the development and sustenance of several empowerment initiatives in and around its production facilities. His signature style has endeared him further among employees. He personifies open and participative management, a consistent culture of dialogue and feedback and a relentless march towards continuous improvement.
Date of Birth (Age in years)	04/04/1989 (32 years)
Qualification	Boston University graduate in Economics and Business Management
Experience and expertise in specific functional area	Business management
Terms and conditions of appointment	Please refer resolution at Item no. 3 of this notice of AGM

Details of remuneration and remuneration last drawn	Details of remuneration sought to be paid is mentioned in item no. 3 of notice of AGM. During the financial year 2020-21, remuneration of Rs. 9.93 Crore was paid to Mr. Abhyuday Jindal.
Date on which first appointed on the Board	2nd November, 2015 (as Non-Executive Vice-Chairman)
Details of shareholding in the Company	22,180 shares of Rs. 2/- each
Relationship with other Directors/Key Managerial Personnel ("KMP") (if any)	Mr. Abhyuday Jindal is the son of Mr. Ratan Jindal, Chairman and Mrs. Deepika Jindal, Director of the Company.
Number of Board Meetings attended during the year 2020-21	5
Details of Directorships/ Committee Chairmanship and Memberships in other public limited companies (As on 31st March, 2021)	**Directorship** • Jindal Stainless Limited ("JSL") **Committee Chairmanship / Membership of JSL:** • Chairman, Risk Management Committee • Member, Stakeholders Relationship Committee • Member, Share Transfer Committee • Member, Sub Committee
No. of listed entities from which the director has resigned in the past three years	Nil

Details of Mr. Jagmohan Sood,Whole Time Director

Name of Director	Mr. Jagmohan Sood
DIN	08121814
Brief Resume	Mr. Jagmohan Sood has been working as a Whole Time Director of Jindal Stainless (Hisar) Limited ("JSHL") since May, 2018. As Whole Time Director of JSHL, Mr. Sood is a technocrat with more than three decades of experience in operational and managerial excellence. In his current role, he is responsible for leading the large scale operations of the Company's flagship plant in Hisar and driving sustainable growth. Mr. Sood began his career in 1990 by joining the Operations team of the state owned public

	sector steel major, Steel Authority of India Limited. Five years later, he joined Jindal group, starting with the Research & Development Department. Aided by a keen metallurgical acumen and sound knowledge of the manufacturing ecosystem, he rose to lead vital production units of JSHL, including Steel Melting Shop, Cold Rolling Division, and Specialty Products Division. With this versatile plant experience, and an accompanying ability to cater to dynamically changing needs of various market segments, Mr. Sood was raised to head the entire Operations for JSHL in 2003. Given his immense contribution in making JSHL's operations sustainable and profitable, he ascended to become the Whole Time Director of JSHL in 2018. In his current role, Mr. Sood is also entrusted with the responsibility to optimize the sourcing function of the organization. In this capacity, he is involved in causing a radical shift from traditional to strategic buying approach, in order to create a strategically aligned procurement function. Mr. Sood's academic records are at par with his illustrious professional journey. He is a gold medalist in Metallurgical Engineering from the University of Nagpur. He also secured the first rank in M. Tech. in the Department of Metallurgical and Material Engineering at IIT, Mumbai. In the stainless steel industry across the country, his voice is a force to be reckoned with.
Date of Birth (Age in years)	October 28, 1967 (53)
Qualification	Graduate in Metallurgical Engineering, Masters in Material Technology
Experience and expertise in specific functional area	Experience in Steel and Stainless Steel industries
Terms and conditions of appointment	Please refer to the resolution at Item No. 4 for details.
Details of remuneration and remuneration last drawn	Details of remuneration are mentioned in the resolution at item no. 4 of this Notice of AGM. During financial year 2020-21, remuneration of Rs.1.87 Crore was paid to Mr. Jagmohan Sood.
Date on which first appointed on the Board	May 15, 2018
Details of shareholding in the Company	1,294 equity shares of Rs. 2/- each.
Relationshipwith other Directors/KeyManageri al Personnel ("KMP") (if any)	He is not related to any other Director or KMP of the Company.
Number of Board Meetings attended during the year 2020-21	4

Details of Directorships/ Committee Chairmanship and Memberships in other public limited companies **(As on 31st March, 2021)**	**Directorship** • Jindal Strategic Systems Limited **Committee membership** • Nil
No. of listed entities from which the director has resigned in the past three years	Nil

Details of Dr. Rajeev Uberoi

Name of Director	Dr. Rajeev Uberoi
DIN	01731829
Brief Resume	Dr. Rajeev Uberoi had worked as Senior Group President - Governance and Controls, of Yes Bank Limited. Prior to joining Yes Bank Limited, he had worked with IDFC Bank Limited as General Counsel and Group Head- Legal and Compliance since 2009. In his previous experience, he had worked with several domestic and multinational banks such as Standard Chartered Bank, Union Bank of India, State Bank of India; Reserve Bank of India as Asst. General Manager, Dept. of Banking Supervision, Citibank as Vice President & Regulatory Head; ANZ Grindlays Bank as Head- Risk Management & Compliance - India. Dr. Uberoi is also a profound writer and has a lot of publications to his credit. He is also a member of various committees and has been active on the Speaker circuit. He is a recipient of many accolades and awards and his contribution to the legal fraternity has been recognized in the Industry. Dr. Uberoi is a lawyer and a Canadian Commonwealth Scholar with a Masters from McMaster University and a Ph.D. in Economics. He also possesses a Post Graduate Diploma in Business Administration from the Management Development Institute (MDI). He is also on the Board of MPCON Limited, IFCI Infrastructure Development Limited and NICDC Haryana Global City Project Limited. He had been on the Board of other reputed organizations like Jindal Stainless Limited and Management Development Institute (MDI), Gurugram as well.
Date of Birth (Age in years)	January 30, 1957 (64)
Qualification	A Lawyer and a Canadian Commonwealth Scholar with a Masters from McMaster University and a Ph.D. in Economics and a Post Graduate Diploma in Business Administration from the Management Development Institute (MDI)

Experience and expertise in specific functional area	Compliance and Legal
Terms and conditions of appointment	Please refer to the resolution at Item No. 5 for details.
Details of remuneration and remuneration last drawn	Sitting fee of Rs. 2.10 Lakh was paid for attending the meetings of Board of Director and Committee thereof during financial year 2020-21.
Date on which first appointed on the Board	11th December, 2020
Details of shareholding , including as a beneficial owner, in the Company	Nil
Relationshipwith other Directors/KeyManageri al Personnel ("KMP") (if any)	He is not related to any other Director or KMP of the Company.
Number of Board Meetings attended during the year 2020-21	2
Details of Directorships/ Committee Chairmanship and Memberships in other public limited companies (As on 31st March, 2021)	**Directorship** • IFCI Infrastructure Development Limited • MPCON Limited • NICDC Haryana Global City Project Limited **Committee membership** • Nil
No. of listed entities from which the director has resigned in the past three years	1

Details of Mrs. Arti Luniya

Name of Director	Mrs. Arti Luniya
DIN	05341955
Brief Resume	Mrs. Arti Luniya, holds around 40 years of steel industry expertise, having worked in Steel Authority of India Ltd. ("SAIL") – a US$ 9.5 billion turnover Indian steel company. Besides, having invaluable experience in every aspect of sales and marketing of steel- both domestic and exports - she was also responsible for coal procurement function in SAIL giving her rare insight into the entire supply chain. Additionally, she was Chief of Corporate Communications at SAIL. Being an effective strategiser, coupled with her experience of leading strong execution teams, makes her well-equipped for an oversight role. Mrs. Luniya was also an Advisor to Evidence for Policy Design (EPoD) at HARVARD Kennedy School of Public Policy. She advised and implemented strategic plans in areas of public policy, governance, gender, capacity-building and research with thrust on evidence-based decision making. She is a Master of Arts (International Relations) from Jawaharlal Nehru University, Delhi and is a graduate in Economics (Hons) from the University of Delhi. She is also on the Board of Jindal Stainless Limited.
Date of Birth (Age in years)	February 7, 1956 (65)
Qualification	Master of Arts (International Relations)
Experience and expertise in specific functional area	Expertise in Steel industry
Terms and conditions of appointment	Please refer to the resolution at Item No. 6 for details.
Details of remuneration and remuneration last drawn	Sitting fee of Rs. 4.50 Lakh was paid for attending the meetings of Board of Directors and Committees thereof during financial year 2020-21.
Date on which first appointed on the Board	26th July, 2018
Details of shareholding, including as a beneficial owner, in the Company	Nil
Relationshipwith other Directors/KeyManageri al Personnel ("KMP") (if any)	She is not related to any other Director or KMP of the Company.

Number of Board Meetings attended during the year **2020-21**	5
Details of Directorships/ Committee Chairmanship and Memberships in other public limited companies **(As on 31st March, 2021)**	**Directorship** • Jindal Stainless Limited **Committee membership** • Nil
No. of listed entities from which the director has resigned in the past three years	Nil

FOR ATTENTION OF SHAREHOLDERS

1. Those Members, who hold shares in physical form or who have not registered their email address with the Company and who wish to participate in the 8th AGM or cast their vote through remote e-Voting or through the e-Voting system during the meeting, may obtain the login ID and password by sending scanned copy of (i) a signed request letter mentioning the name, folio number and complete address; and (ii) self-attested scanned copy of the PAN Card and any document (such as Driving Licence, Bank Statement, Election Card, Passport, Aadhar Card) in support of the address of the Member as registered with the Company; to the email address of the Company investorcare.jshl@jindalstainless.com.

   In case shares are held in demat mode, Members may obtain the login ID and password by sending scanned copy of (i) a signed request letter mentioning their name, DP ID-Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID); (ii) self-attested scanned copy of client master or Consolidated Demat Account statement; and (iii) self-attested scanned copy of the PAN Card, to the email address of the Company investorcare@jindalstainless.com

2. Members are requested to immediately notify to the Registrar any change in their address, in respect of equity shares held in physical mode and to their depository participants (DPs) in respect of equity shares held in dematerialised form.

3. As per provisions of the Companies Act, 2013 read with relevant Rules thereof, facility for making nominations is available to individuals holding shares in the Company. Members holding shares in physical form may obtain Nomination Form No. SH-13 from the Company's RTA. Members holding shares in electronic form are required to approach their DPs for the nomination.

4. The Company's equity shares are compulsorily traded in dematerialised form by all investors Shareholders are requested to get the shares dematerialised in their own interest.

5. The Company has created an Email Id. investorcare.jshl@jindalstainless.com', which is being used exclusively for the purpose of redressing the complaints of the investors.

6. Members should quote their Folio No. / DP Id-Client Id, email addresses, telephone / fax numbers to get a prompt reply to their communications.

7. The annual accounts and other related documents of the subsidiaries are available at the website of the Company and will be made available to any member of the Company who may be interested in obtaining the same. The consolidated financial statements of the Company include the financial results of all the subsidiary companies. The annual accounts of the subsidiary companies would be open and accessible for inspection by shareholder / investor at registered office of the Company and registered office of the subsidiary companies on any working day except holidays.

8. The Scrutinizer shall after the conclusion of e-Voting at the 8th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 8th AGM, who shall then countersign and declare the result of the voting forthwith.

9. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM and explanatory statement on the date of AGM in electronic mode can send an email to investorcare.jshl@jindalstainless.com.

10. Mandatory updating of PAN and Bank details against your physical holding

    The Securities and Exchange Board of India (SEBI) vide its circular SEBI/HO/DOP1/CIR/P/2018/73 dated 20th April, 2018, mandated that the companies through their Registrar and Transfer Agents ("RTA") should take special efforts for collecting copies of PAN and bank account details for the security of the holders holding securities in physical form. Those security holders whose folio(s) do not have complete details relating to their PAN and Bank Account, or where there is any change in the bank account details provided earlier, have to compulsorily furnish the details to RTA/ Company for registration /updating.

You are therefore requested to submit the following to update the records:

- KYC Format duly filled in and signed by all the shareholders.
- Self-attested copy of Pan Card of all the shareholders.
- Cancelled Cheque leaf with name (if name is not printed, self-attested copy of the pass book showing the name of the account holder) of the first holder.
- Address proof (self-attested Aadhar-card) of the first holder.
- Any change in the name of the holders.

Note: You are requested to ignore this communication if you have already updated you details with RTA / Company.

INSTRUCTIONS FOR E-VOTING:

Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and as amended, the Company is pleased to provide remote e-voting facility to enable the members to cast their votes

electronically on the resolutions mentioned in the Notice of the 8th AGM of the Company to be held on Thursday, the 16th day of September, 2021. The Company has appointed Mr. Kamal Gupta, Advocate, as the Scrutinizer for conducting the remote e-voting process and e-voting during the AGM in a fair and transparent manner. The list of shareholders/ beneficial owners shall be reckoned on the equity shares as on 9th September, 2021.

The Member(s) requiring any assistance with regard to use of technology for remote e-voting or during the 8th AGM may contact Mr. Rajiv Ranjan (AVP) at the designated email ID: rajiv.ranjan@linkintime.co.in or contact at 022-49186000.

The remote e-voting period will commence on 13th September, 2021 at 9.00 a.m. (IST) and ends on 15th September, 2021 at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 9th September, 2021, may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited ("Link Intime") for voting thereafter. Once the vote on a resolution is cast by a Member, whether partially or otherwise, it shall not be allowed to change subsequently. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".

Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in

▸ Select the "Company" and 'Event Date' and register with your following details: -

A. Demat Account No. or Folio No:Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/

Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

▸Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure)for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 5 days in advance with the company on the Email Id. investorcare.jshl@jindalstainless.com
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.

3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

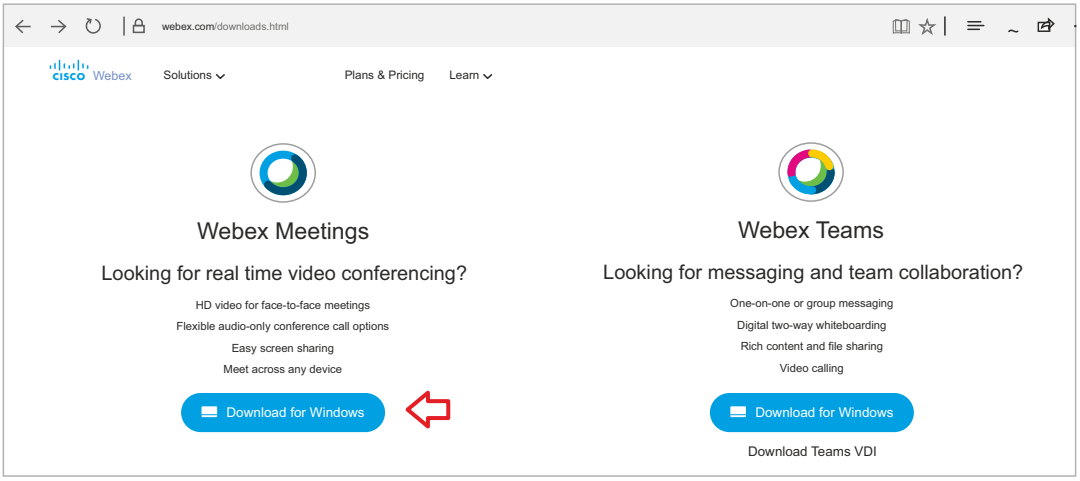
Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

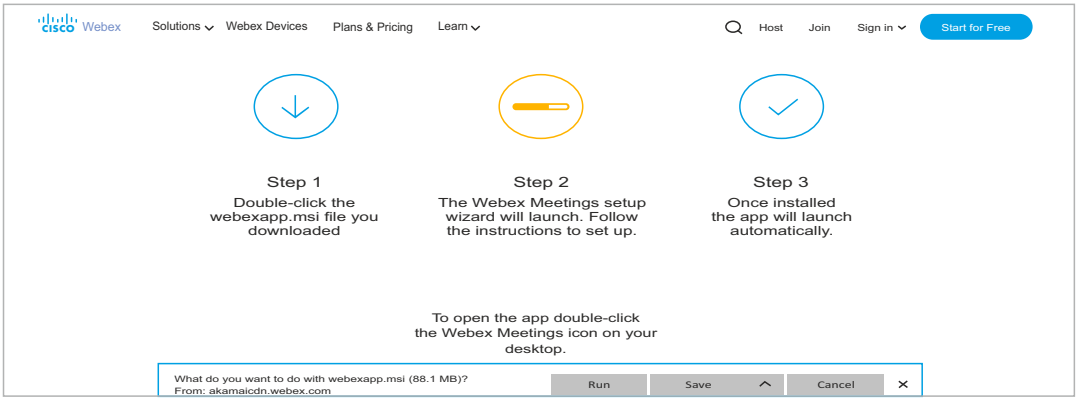
For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members

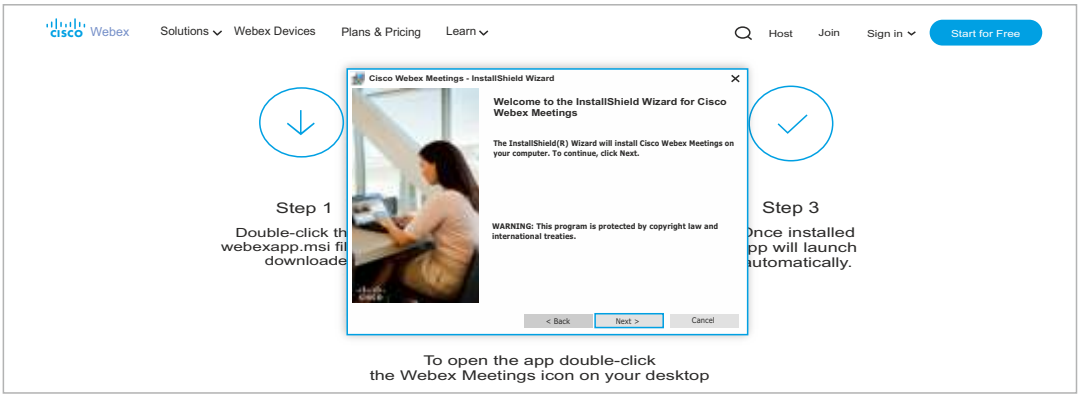
NOTICE

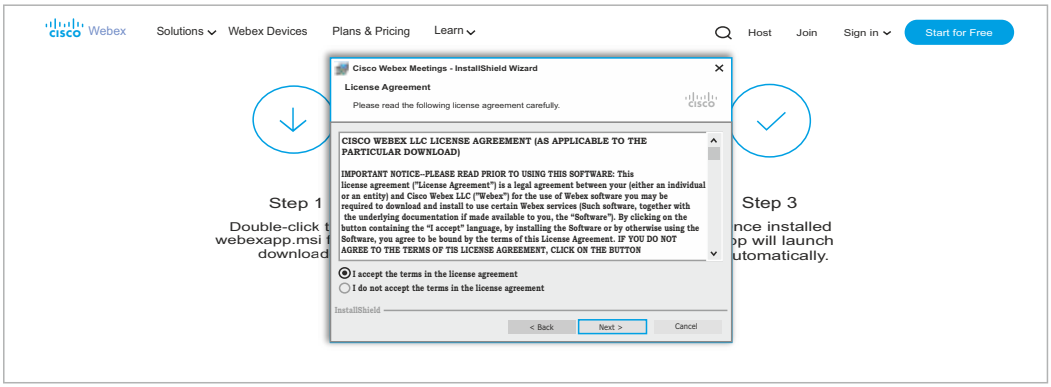
who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

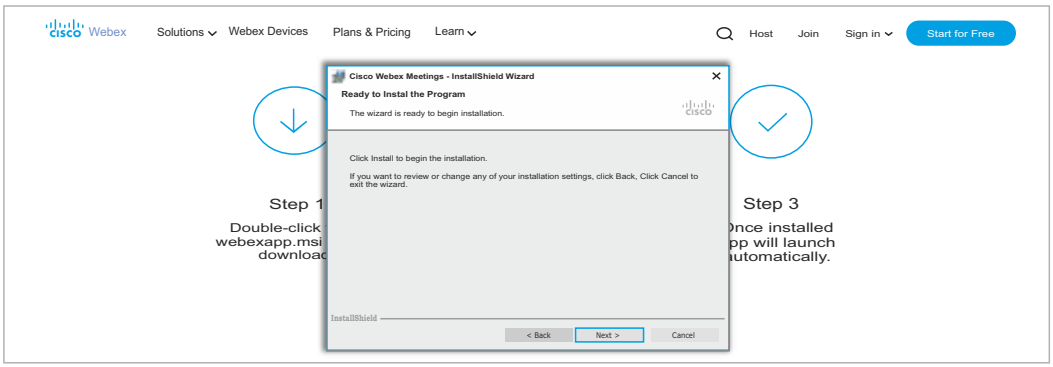
a) Please download and install the Webex application by clicking on the link https://www.webex.com/downloads.html/











or

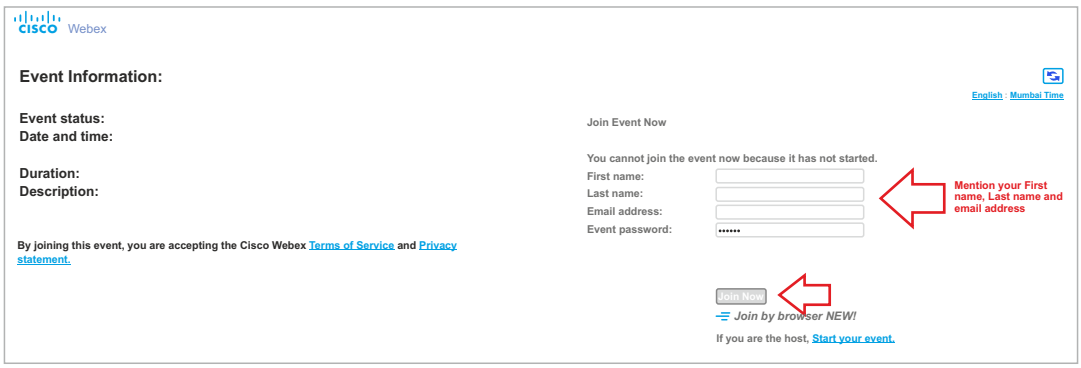
b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1 **Enter your First Name, Last Name and Email ID and click on Join Now.**

1 (A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now

1 (B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application.

Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



Remote e-Voting Instructions for shareholders post change in the Login mechanism for Individual shareholders holding securities in demat mode, pursuant to SEBI circular dated December 9, 2020:

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	• If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. • After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	• Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. • After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINKINTIME, CDSL. Click on e-Voting service provider name to cast your vote. • If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration

	• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders (holding securities in demat mode) & login through their depository participants	• You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. • Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME.	1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in ▸ Click on "**Sign Up**" under '**SHARE HOLDER**' tab and register with your following details: - A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. **PAN**: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. **DOB/DOI**: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. **Bank Account Number**: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. • Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above ▸ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter). ▸ Click "confirm" (Your password is now generated). 2. Click on 'Login' under '**SHARE HOLDER**' tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'. 4. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). 7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Individual Shareholders holding securities in Physical mode & evoting service Provider is LINKINTIME,have forgotten the password:

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password**?'
- **Enter User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on '**Submit**'.

- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
- Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
- The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

➢ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

➢ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

➢ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Helpdesk for Individual Shareholders holding securities in demat mode:

In case shareholders/ members holding securities in demat mode haveany technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders& evoting service Provider is LINKINTIME.

In case shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries regarding e-voting, they may refer the **Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual** available at https://instavote.linkintime.co.in, under Help section or send an email to enotices@linkintime.co.in or contact on: - Tel: 022 –4918 6000.

DIRECTORS REPORT

TO

THE MEMBERS,

Your Directors have pleasure in presenting the 8th Annual Report on the business and operations of your Company together with the Audited Statement of Accounts for the financial year ended 31st March, 2021.

FINANCIAL RESULTS

Your Company's performance for the financial year ended 31st March, 2021 is summarized below:

(₹ in Crore)

Sl. No.	Particulars	For the financial year ended (Standalone)		For the financial year ended (Consolidated)	
		31.3.2021	31.3.2020	31.3.2021	31.3.2020
I	Revenue from operations	**8399.70**	8339.69	**9400.29**	9379.00
II	Other Income	**95.26**	97.88	**107.22**	132.86
III	Total Income	**8494.96**	8437.57	**9507.51**	9511.86
IV	Total Expenses	**7397.13**	7477.92	**8273.25**	8443.83
V	EBITDA*	**1002.57**	861.77	**1127.04**	935.17
VI	Finance Cost	235.71	303.64	250.94	322.77
VII	Depreciation	265.89	273.16	290.38	294.58
VIII	Profit before exceptional Items, share of profit of an associate and tax	**596.23**	382.85	**692.94**	450.68
IX	Share of Profit from Associates	**-**	-	**145.75**	25.92
X	Exceptional items - Gain	**40.07**	18.71	**41.39**	20.09
XI	Profit after exceptional items but before tax	**636.30**	401.56	**880.08**	496.69
XII	Tax expense	**158.52**	81.23	**184.48**	95.91
XIII	Net Profit for the year	**477.78**	320.33	**695.60**	400.78
XIV	Total Other Comprehensive Income	**0.98**	(0.79)	**6.44**	13.65
XV	Total Comprehensive Income for the year (comprising Profit and other Comprehensive Income for the year)	**478.76**	319.54	**702.04**	414.43

*EBITDA = Earnings before Interest, Tax, Depreciation & Amortization and Other Income

FINANCIAL HIGHLIGHTS

During the year, the revenue from operations of your Company on standalone basis stood at Rs.8,399.70 Crore as compared to Rs.8,339.69 Crore during previous financial year 2019-20. The Profit before other income, Finance Cost, Exceptional Items, Tax, and Depreciation & Amortization (EBITDA) on standalone basis stood at Rs.1,002.57 Crore as compared to Rs.861.77 Crore during previous year. The Net profit on standalone basis stood at Rs.477.78 Crore as compared to a net profit of Rs.320.33 Crore during previous year.

Further, during the year, the consolidated revenue from operations of your Company stood at Rs.9,400.29 Crore as compared to Rs.9,379.00 Crore during previous financial year 2019-20. Consolidated Profit before other income, Finance Cost, Exceptional Items, Tax Depreciation & Amortization (EBITDA) stood at Rs.1,127.04 Crore as compared to Rs.935.17 Crore during previous year. The Net profit on consolidated basis stood at Rs. 695.60 Crore as compared to Rs.400.78 Crore during previous year.

DIRECTORS REPORT

OPERATIONS

Hisar Division:

Your Company performed admirably during the financial year 2020-21 in spite of major disruptions due to pandemic. Global Economy faced its most difficult challenge in decades on account of lockdowns across countries. Your Company not only managed to tide over these challenging times but also laid groundwork for future expansion & growth.

Your Company confronted a roller coaster ride in the financial year. On one hand, Global pandemic led to muted performance in Q1 while on other hand, pent up demand ensured that volumes were required to be ramped up rapidly from Q2 onwards. We faced and overcame substantial constraints like working capital squeeze, logistics concerns, unavailability of work force (Skilled & Un Skilled) through Innovative solutions making our supply chain more resilient and are now thus better placed than ever to overcome any challenge in future.

Your Company has always taken pride on contributing to nation building by making it self-reliant in the field of stainless steel . It has been supplying materials to various key segments, Company has now further increased its offerings to key strategic sectors like 'Defence'. Ground work has been laid to ensure these sectors become future growth drivers for the organization.

Your Company prides itself in being manufacturer of specialty products like precision strips, blade steel and coin blanks . Your Company have put lot of focus on these high value added segments which resulted in highest ever dispatch numbers of precision strips.

Environment, Health and Safety has always been focal point around which the Company has built its business processes. Company's efforts towards sustainable environment and energy efficiency were acknowledged and it was bestowed with prestigious "The Energy and Environment Foundation Global Award 2020" during the year. Company continued to put a paramount focus on health and safety and undertook numerous initiatives in this regard. Company's immense efforts in the field of Safety resulted in global recognition in the form of "International Safety Award, 2021 Merit" from British Safety Council, considered as benchmark in the field of safety.

Company continued its tradition of excellent quality and was duly recognized by the industrial bodies for the same. Numerous "PAR EXCELLENCE" awards were given to your Company in Quality circle front by NCQC (National Convention on Quality Circles) .Company also shone vibrantly at CCQC and won major honours.

Your Company is firmly committed to India growth story and would continue to innovate and build world class products for India and global markets.

Vizag Division:

Vizag Division produces High Carbon Ferro Chrome ("HCFC") with annual capacity of 40,000 MT for supply of output to Hisar plant and exports. The operations at the Division have been suspended since 25th March, 2020 to till date and hence there is no production during the F.Y. 2020-21. The Division has been producing HCFC since the beginning, but keeping in view of non viability of Ferro chrome product, due to fluctuations in the Ferro Chrome market, the Division is contemplating to produce other Ferro Alloys Products i.e. HC Ferro Manganese & MC Silicon Manganese, as the market of both the products seems good.

COVID-19 IMPACT

The financial year 2020-21 was a highly disruptive and challenging year wherein outbreak of Coronavirus Disease 2019 (COVID-19) had led to an unprecedented health crisis and has disrupted economic activities and global trade.

COVID-19 has been declared as a pandemic by the World Health Organization and subsequent lock down, business shutdowns, quarantines and restrictions were imposed by the Central and State Government(s) in India, the manufacturing

facilities of the Company remained suspended from 25th March, 2020 till 6th May, 2020. In compliance with the necessary instructions/guidelines, the Company resumed partial operations on 7th May, 2020 in a phased manner, while ensuring health and safety of all the stakeholders. Further, the recent second wave of COVID-19 has resulted in partial lockdown/restriction in various States.

This situation resulted in temporary disturbance in the economic activities through interruption in manufacturing process, disruption in supply chain, disruption in domestic and international demand for stainless steel, etc. for the Company during the financial year ended 31st March, 2021.

The Company has been taking swift affirmative actions to mitigate the negative impact caused due to the COVID-19. The Company has also been closely monitoring the external environment and optimizing operations to align with the market conditions.

The Company has proactively taken measures to fight against COVID-19 and to contribute towards the community and nation during the pandemic. Some measures taken by the Company inter-alia, includes the following:

- Daily Liquid Medical Oxygen(LMO) supply of ~10 MT to all medical facilities in and around Hisar;
- Converted the O.P. Jindal Modern School in Hisar into an emergency COVID hospital, which was completed in a record time of two weeks. The 500-bed hospital is equipped with oxygen, supplied by the Company's oxygen plant;
- Dedicated a 125-bed Isolation Ward and two Negative Pressure Isolation Rooms with 200 beds for COVID-19 patients in Jindal Institute of Medical Sciences, the 580-bedded multi super-specialty hospital in Hisar, Haryana;
- Facilitated the supply of 150 ventilators to the state governments of Haryana and Odisha.
- Supporting inoculation drives for all its employees and their families across various locations for COVID.
- Constitution of COVID 19 Taskforce team to ensure implementation of the Guidelines. Regular sanitization across plant/ employee colonies and entire facilities, strict compliance of PPE's, Health examination and scanning for ill health; and
- Adopted flexible policy of Work from Home and reduced shop floor staffing to a bare minimum

Despite the challenges posed in the COVID-19, the Company's agile business strategy succeeded in upholding the growth momentum, which is evident from the strong recovery in the latter half of the financial year. The state of preparedness and quick countermeasures taken by the Company helped in achieving new growth and milestones during the financial year. Backed by a sound recovery in demand in all the major segments, the Company expects that the stainless steel demand will touch pre-covid levels in financial year 2021-22.

The details on the impact of COVID-19 on the Company's operations, cash flow, liquidity and profitability in wake of the pandemic is provided in the Management Discussion and Analysis which is annexed to this report.

COMPOSITE SCHEME OF ARRANGEMENT

The Board of Directors of your Company at its meeting held on 29th December 2020 upon the recommendation of its committee(s) has considered and approved a Composite Scheme of Arrangement pursuant to Sections 230 to 232 and other relevant provisions of Companies Act, 2013, amongst the Company, Jindal Stainless Limited ("JSL"), JSL Lifestyle Limited, Jindal Lifestyle Limited, JSL Media Limited and Jindal Stainless Corporate Management Services Private Limited ('Scheme'). The Scheme is subject to necessary statutory and regulatory approvals under applicable laws, including approval of the Hon'ble National Company Law Tribunal ("NCLT").

The merger of the Company into JSL will create a mega stainless steel entity that will be among the top 10 stainless steel

companies in the world and the largest stainless steel company in India. The merger will not only enhance the consolidated entity's product portfolio, along with a 360-degree reach to better serve its customers, but will also offer a seamless, single-window, pan-India, as well as global network access to customers and further boost the 'Just-in-Time' approach.

The consolidation of businesses will recast the merged entity as an integrated, modern and 'state-of-the-art' manufacturing facility, bringing the diversified technology, talent and R&D under one roof. The merger will lead to the realisation of enhanced operational synergy, with the Company's proximity to port and raw materials, along with world-class finishing lines, and Company's strategic location around key domestic consumption centres. Furthermore, the merged entity will present reinvestment opportunities for growth by leveraging ready infrastructure at Jajpur for cost-efficient Brownfield expansions.

The Company has received No Observation Letter pursuant to SEBI master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 from the stock exchanges and has filed first motion of petition before Hon'ble NCLT, Chandigarh bench on March 17, 2021.

CREDIT RATING

The credit rating for the long term/short term borrowings of the Company as on date of this report is as under:

- CARE Ratings : CARE A-/CARE A2 + (Under credit watch with developing implications)
- India Ratings : IND A / IND A1 (Rating Watch Evolving)

DIVIDEND AND TRANSFER TO RESERVES

In terms of the Dividend Distribution Policy, as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, equity shareholders of the Company may expect dividend if the Company is having surplus funds and after taking into consideration the relevant internal and external factors as mentioned in the said Policy. Accordingly, considering the cash position, fund requirements for growth of business of your Company and agreement with the Lenders, the Board of Directors has not recommended any dividend for the financial year ended 31st March, 2021. Further, no amount is proposed to be transferred to the reserves of your Company. The Dividend Distribution Policy is available on Company's website at the following link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Dividend-Distribution-Policy20818.pdf

SHARE CAPITAL

As on 31st March, 2021, paid up share capital of the Company was Rs.47,18,69,370 divided into 23,59,34,685 equity shares of Rs.2/- each. There was no change in share capital of the Company during the Financial Year 2020-21.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") forms part of this Annual Report.

INFORMATION TECHNOLOGY

At Jindal Stainless (Hisar) Limited, Information Technology (IT) has been instrumental in enabling smoother, faster, and transparent processes across multiple divisions of its major operations and activities. Details are given elsewhere in the Annual Report.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Companies Act, 2013 ("the Act"), SEBI LODR and Ind-AS 110 on Consolidated Financial Statements read with Ind-AS 28 on investments in Associates and Ind-AS 31 on interests in Joint Ventures, the Audited Consolidated Financial Statements for the financial year ended 31st March, 2021 are provided in the Annual Report.

SUBSIDIARY COMPANIES / JOINT VENTURES / ASSOCIATE COMPANIES

As on 31st March, 2021, your Company has eight subsidiaries, namely (i) JSL Lifestyle Limited, (ii) Jindal Stainless Steelway Limited, (iii) Green Delhi BQS Limited, (iv) JSL Media Limited, (v) JSL Logistics Limited, (vi) Jindal Lifestyle Limited, (vii) Jindal Strategic Systems Limited, and (viii) J.S.S. Steelitalia Limited and two associate companies namely (i) Jindal Stainless Limited; and (ii) Jindal Stainless Corporate Management Services Private Limited. There is no joint venture of the Company. Jindal Stainless Steelway Limited is material subsidiary of your Company.

In terms of the provisions of Section 136 of the Act, the standalone financial statements of the Company, consolidated financial statements of the Company, along with other relevant documents and separate audited accounts of the subsidiaries, are available on the website of the Company, at the link: viz. https://www.jshlstainless.com/financials/#fin-statements

The members, if they desire, may write to the Secretarial Department of the Company at O.P. Jindal Marg, Hisar – 125005 (Haryana) to obtain the copy of the financial statements of the subsidiary companies. A statement containing the salient features of the financial statement of the subsidiaries and associate companies in the prescribed Form AOC - 1 is attached along with financial statements. The statement also provides the details of performance and financial position of each of the subsidiary company. Your Company has framed a policy for determining "Material Subsidiary" in terms of Regulation 16(6) of SEBI LODR, which is available at the website of the Company at the link:

https://www.jshlstainless.com/wp-content/uploads/2021/08/JSHL-Policy-for-determining-material-subsidiaries.pdf

DIRECTORS & KEY MANAGERIAL PERSONNEL

During the year, the Board of Directors approved appointment of Dr. Rajeev Uberoi as a non-executive Independent Director, to hold office for a term of 3 (three) years w.e.f. 11th December, 2020. In the opinion of the Board, he possesses requisite expertise, integrity and experience (including proficiency) for appointment as an Independent Director of the Company.

Maj. Gen. Kanwaljit Singh Thind, VSM (Retd.) ceased to be Director w.e.f. 1st November, 2020 consequent upon completion of second term of his appointment as an Independent Director. The Board of Directors places on records its appreciation for the valuable contribution made by him during his tenure as Director of the Company.

The Board of Directors at its meeting held on 8th February, 2021 upon recommendation of the Nomination and Remuneration Committee approved re-appointment of Mr. Abhyuday Jindal as Managing Director and Mr. Jagmohan Sood as Whole Time Director the Company for further term of 3 years w.e.f. 26th April, 2021 and 15th May, 2021 respectively.

The aforesaid proposal of re-appointment will be placed before the shareholders at the ensuring AGM of the Company.

Mr. Jagmohan Sood, as a Director retires by rotation at the ensuing AGM under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Brief resume of the abovementioned Director(s) being appointed/re-appointed, nature of their expertise in specific functional areas, detail of Directorship in other companies, membership / chairmanship of committees of the board and other details, as stipulated under Regulation 36(3) of SEBI LODR and Secretarial Standard - 2 issued by The Institute of Company Secretaries of India, are being given in the Notice forming part of the Annual Report.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have given declaration to the Company under section 149 (7) of the Act that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI LODR and they have registered their names in the Independent Directors' Databank. Further, all the Directors have also confirmed that they have

complied with the Company's Code of Conduct for board members and senior management and they are not debarred to act as a Director by virtue of any SEBI order or any other statutory authority.

Your Company has also devised a Policy on Familiarization Programme for Independent Directors which aims to familiarize the Independent Directors with your Company, nature of the industry in which your Company operates, business operations of your Company etc. The said Policy may be accessed on your Company's website at the link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Policy-on-Familiarization-programme-9-4-118.pdf

BOARD EVALUATION

An annual performance evaluation of all Directors, the Committees of Directors and the Board as a whole was carried out during the year. For the purpose of carrying out performance evaluation, assessment questionnaires were circulated to all Directors and their feedback was obtained and recorded.

FIXED DEPOSITS

Your Company has not accepted any deposit from the public. Hence, no information is required to be appended to this report.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, there was no unclaimed amount required to be transferred to Investor Education and Protection Fund of Government of India.

EMPLOYEES STOCK OPTION SCHEME

Since the Company has not issued any stock options, the requirement of disclosure under Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 is not applicable to the Company.

PARTICULARS REGARDING THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as Annexure – I forming part of this Report.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in the prescribed format and annexed herewith as Annexure - II to this Report.

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this Report. Having regard to the provisions of the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Secretarial Department of the Company and the same will be furnished on request.

STATUTORY AUDITORS AND AUDITORS' REPORT

M/s. Lodha & Co. and M/s. S.S. Kothari Mehta & Co., Joint Statutory Auditors of the Company and M/s. N.C. Aggarwal & Co., Branch Auditor of the Company's branch located at Kothavalasa in Vizianagaram district, Andhra Pradesh (hereinafter referred to as "Branch Auditor"), were appointed by the Shareholders at the 7th Annual General Meeting of the Company held on 21st August, 2020, for a period of five consecutive years i.e. until the conclusion of the 12th Annual General Meeting

of the Company. The Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Notes to financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark. During the year under review, the Statutory Auditors have not reported any incident related to fraud to the Audit Committee or the Board under section 143 (12) of the Act.

COST AUDITORS

Pursnant to Section 148 (1) of the Companies Act, 2013, your Company is required to maintain cost records as specified by the central Government and accordingly such accounts and records are made and maintained. In accordance with the provisions of Section 148 (2) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014, your Company is also required to get its cost accounting records audited by a Cost Auditor. The Company has appointed M/s. Ramanath Iyer & Co., Cost Accountants, for this purpose for FY 2021-22.

The remuneration of the Cost Auditors shall be placed for ratification by members in terms of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014.

SECRETARIAL AUDITORS

The Board had appointed M/s Vinod Kothari & Co., Practicing Company Secretaries to conduct Secretarial Audit for the financial year 2020-21. The Secretarial Audit Report for the financial year ended March 31, 2021 is annexed herewith marked as Annexure – III(a) to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Jindal Stainless Steelway Limited, material subsidiary of your Company, has undertaken its secretarial audit for the financial year ended 31st March, 2021 by M/s Khadriya & Co., Practicing Company Secretaries. The Secretarial Audit Report is annexed herewith marked as Annexure – III(b). The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

In line with the Circular dated February 08, 2019 issued by the Securities and Exchange Board of India, Annual Secretarial Compliance Report for the year ended 31st March, 2021 confirming compliance of all applicable SEBI Regulations, Circulars and Guidelines by the Company was issued by M/s Vinod Kothari & Co., Practicing Company Secretaries and filed with the Stock Exchanges on June 11, 2020. The same is available on the website of the Company at www.jshlstainless.com.

The Board of Directors, at its meeting held on 18th May, 2021 has re-appointed M/s. Vinod Kothari & Co., Practicing Company Secretaries, as Secretarial Auditor for conducting Secretarial Audit of the Company for financial year 2021-22.

RISK MANAGEMENT

The Company has constituted a Risk Management Committee which has been entrusted inter alia with the following functions: (a) Framing of Risk Management Plan and Policy; (b) Overseeing implementation / Monitoring of Risk Management Plan and Policy; (c) Identifying emerging risks and reviewing risk mitigation strategies; and (d) Formulating a cyber security plan and overseeing its implementation.

Your Company has laid down procedures to inform Board members about risk assessment and minimization strategy. The Board doesn't foresee any immediate risk which threatens the existence of the Company. The details of Risk Management Committee are mentioned in the Corporate Governance Report.

INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal financial controls with reference to financial statements. During the year, such

controls were tested and no reportable material weakness in the design or operation was observed.

AUDIT COMMITTEE

The Audit Committee comprises of four Directors out of whom three are Independent Directors as per below details:

Sl. No.	Name of Director	Status	Category
1	Mr. Girish Sharma	Chairman	Independent Director
2	Mr. Jagmohan Sood	Member	Whole Time Director, Non-Independent
3	Mr. N.C. Mathur	Member	Independent Director
4	Mrs. Arti Luniya	Member	Independent Director

All the recommendations made by the Audit Committee during the financial year 2020-21 were accepted by the Board.

CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility Committee ("CSR Committee") has formulated and recommended to the Board, a Corporate Social Responsibility Policy ("CSR Policy") indicating the focus areas of Company's CSR activities.

In line with the CSR philosophy and all the focus areas, your Company has planned interventions in the fields of education & vocational training, integrated health care, women empowerment, social projects, rural infrastructure development, environment sustainability, sports, preservation of art and culture.

The Disclosure as per Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is annexed to this Report at **Annexure-IV.**

The CSR Policy can be accessed on the Company's website at the link: https://www.jshlstainless.com/wp-content/uploads/2021/07/JSHL-CSR-Policy.pdf

CSR COMMITTEE

As on 31st March, 2021, the CSR Committee comprises of the following members:

Sl. No.	Name of Director	Status	Category
1	Mrs. Deepika Jindal	Chairperson	Non-Executive, Non Independent
2	Mr. N.C. Mathur	Member	Non- Executive, Independent Director
3	Mr. Jagmohan Sood	Member	Executive, Non Independent

BUSINESS RESPONSIBILITY REPORT

Your Company is committed to grow the business responsibly with a long term perspective as well as to the nine principles enshrined in the National Voluntary Guidelines (NVGs) on social, environmental and economic responsibilities of business, as notified by the Ministry of Corporate Affairs, Government of India, in July, 2011.

The Business Responsibility Report ("BRR") of your Company as per requirement of SEBI LODR describing the initiatives taken by the Company from an environmental, social and governance perspective, alongwith all the related policies can be viewed on the Company's website at www.jshlstainless.com.

POLICY ON PREVENTION OF SEXUAL HARASSMENT

Your Company has in place a policy on prevention of sexual harassment at work place in accordance with the provisions of Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013 ("POSH Act"). The policy aims at prevention of harassment of women employees and lays down the guidelines for identification, reporting and prevention of sexual harassment. There is an Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the policy.

Further in terms of SEBI LODR, the details in relation to the POSH Act, for the financial year ended 31st March, 2021 are as under:

a) No. of complaints pertaining to sexual harassment filed during the financial year : NIL

b) No. of complaints pertaining to sexual harassment disposed off during the financial year : NIL

c) No. of complaints pertaining to sexual harassment pending as at the end of financial year : NIL

STOCK EXCHANGES WHERE THE SHARES ARE LISTED

National Stock Exchange of India Limited ("NSE"),
Exchange Plaza, 5th Floor, Plot No. C/1,
G – Block, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051

BSE Limited ("BSE")
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001

The Company pays annual listing fee to NSE and BSE. No shares of your Company were delisted during the financial year 2020-21. The Global Depository Shares ("GDS") are listed on Luxembourg Stock Exchange.

EXTRACT OF ANNUAL RETURN

In terms of Sections 92(3) and 134(3) of the Act, annual return is available on the Company's website: https://www.jshlstainless.com/and can be viewed at the link: https://www.jshlstainless.com/corporate-governance/

NUMBER OF BOARD MEETINGS

The Board of Directors met five times during the financial year ended on 31st March, 2021. The details of Board Meetings and the attendance of the Directors are provided in the Corporate Governance Report forming part of this Annual Report.

WHISTLE BLOWER POLICY / VIGIL MECHANISM

Pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI LODR, your Company has a Vigil Mechanism namely, Whistle Blower Policy for directors, employees and business partners to report genuine concerns about unethical behavior, actual or suspected fraud or violation of your Company's Code of Conduct or ethics policy.

The Whistle Blower Policy can be accessed on the Company's website at the link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Whistle-Blower-Policy-JSHL.pdf

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY THE COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of loans, guarantees or investments by the Company under Section 186 of the Companies Act, 2013 are stated in Notes to Accounts, forming part of the Annual Report.

CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions that were entered and executed during the year under review were at arms' length basis. As per

the provisions of Section 188 of the Companies Act, 2013 and Rules made thereunder read with Regulation 23 of SEBI LODR, your Company had obtained approval of the Audit Committee under omnibus approval route and / or under specific agenda before entering into such transactions.

Particulars of contracts or arrangements entered into by the Company with the related parties referred to in Section 188(1) of the Companies Act, 2013, in prescribed form AOC-2, is attached as **Annexure – V** to this Report.

Your Directors draw attention of the members to Notes to the financial statements, which inter alia set out related party disclosures. The Policy on materiality of related party transactions and dealing with related party as approved by the Board may be accessed on your Company's website at the link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Policy-on-dealing-with-Related-Party-Transactions-JSHL.pdf

In terms of Regulation 23 of the SEBI LODR, approval of the members for all material related party transactions will be taken at the ensuing AGM. The details pertaining to transaction with person or entity belonging the promoter/promoter group which holds 10% or more shareholding in the Company is mentioned in the Standalone Financial statement.

THE CHANGE IN THE NATURE OF BUSINESS, IF ANY

There has been no change in the nature of Company's business during the financial year ended on 31st March, 2021.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION POLICY

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report.

The NRC considers the best remuneration practice in the industry and while fixing the appropriate remuneration package and for administering the long-term incentive plans. Further, the compensation and packages of the Directors, key Managerial Personnel, Senior Management and other employees is designed in terms of remuneration policy framed by the NRC. The remuneration policy of your company can be viewed at the following link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Remuneration-Policy.pdf

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of your Company which occurred between the end of the financial year to which this financial statement relates on the date of this report.

ANY SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the financial year 2020-21, there were no such significant material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

(a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit and loss of the Company for the year ended on that date;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the annual accounts of the Company on a 'going concern' basis.

(e) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.

(f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

A separate section on Corporate Governance and certificate from the Practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, form part of the Annual Report.

OTHER DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items, during the period under review:

a) There was no issue of equity shares with differential voting rights as to dividend, voting or otherwise.

b) There was no issue of shares (including sweat equity shares) to the employees of the Company under any Scheme.

c) There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.

d) There was no instance of one time settlement with any bank or financial institution.

e) Neither the Managing Director nor the Whole-time Director of the Company received any remuneration or commission from any of the subsidiary companies.

ACKNOWLEDGEMENT

Your Directors would like to express their gratitude for the valuable assistance and co-operation received from shareholders, banks, government authorities, customers and vendors. Your Directors also wish to place on record their appreciation for the committed services of all the employees of the Company.

For and on behalf of the Board of Directors

Place: New Delhi
Date: May 18, 2021

Abhyuday Jindal
Managing Director
DIN: 07290474

Jagmohan Sood
Whole Time Director
DIN: 08121814

Annexure - I to Directors Report

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO PROVISIONS OF SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.

(A) CONSERVATION OF ENERGY

As a part of continued efforts towards energy conservation, some of the important energy conservation initiatives taken during the year 2020-21 in different areas are as under:

(a) The steps taken or impact on conservation of energy

- ISO 50001:2018 to continuous improvement in the energy management performance by improving the "Convenience", "Adequacy", and "Efficiency"
- Maintained the operating efficiency levels, thus improved specific power consumption during part-load operation due to pandemic COVID19.
- Reduction in the utilisation of compressed air by which achieved substantial conservation of energy, arrested leakages in the distribution network, replaced faulty pneumatic instrumentation and removed dead network, resulting in conservation of natural resources.
- Conducted section wise energy conservation study and developed energy efficiency and technology up-gradation projects of more than Rs.1,429 lakhs for FY 2021-22
- One step far from 100% LED lighting in all facilities of the plant, administration, and township
- Implemented pilot project for Oxygen enrichment in reheating furnaces to reduce thermal energy consumption up to 15%, thus reduction in GHG emission

(b) The steps taken by the Company for utilising alternate sources of energy

In continuation of the steps taken last year, we expanded the use of natural resources of solar power in plant and support facilities. Also, the increased use of green fuels in place of conventional fossil fuels in the reheating furnaces. An alternative source of water resources was tapped by optimisation of rainwater harvesting.

- Increase the share of environment-friendly green biofuel by 3% in total thermal energy consumption.
- The adoption of alternate sources of energy initiative will mitigate more than 4000 tonnes of Co2.

(c) The capital investment on energy conservation equipments

Keeping our plans for a long term energy conservation goal, during next year we will invest in many areas of energy conservation and environmental preservation;

- Total investment envisaged towards energy efficiency, retrofitting of energy conservation measures and technology upgradations are Rs. 100 lakh.
- Investment has to be incurred to the adoption of best-operating practices is about Rs 80 lakh.
- Beyond the above, the company will be invested a total of Rs 250 lakh towards harnessing energy from renewable energy sources.

(d) Awards

The efforts of the company towards energy and environment conservation aspect has been recognized and awarded by various societies and organizations

- Awarded "The Energy & Environment Foundation Global Environment Award 2020" in Platinum Category by Ministry of Jal Shakti.
- First Prize in Award Category "Industry with connected load more than 01 MW" in "State Level Energy Conservation Award" by HAREDA, Govt. of Haryana.
- JSHL bagged the prestigious "Energy Efficient Unit" Award at the 21st National award for Excellence in Energy Management 2020.
- Best Implementation of ISO 50001" in CII Energy Circle Competition 2020.
- Won 10 par excellence awards at NCQC-2020.

(e) Impact Created

- Impact on cost of production: The implemented energy conservation measures and adoption of alternate energy resources have resulted in reduced consumption of electrical and thermal energy at various load centers and helped in containing the energy costs despite the hike in fuel price and electricity tariff.
- Total energy consumption and specific energy consumption: The reduction in the specific power consumption (energy per tonne of product) during the PAT cycle – 2 was 6.3%, even though our operations are energy-intensive in nature.

(B) TECHNOLOGY ABSORPTION

(i) The efforts made towards technology absorption; and the benefits derived like product improvement, cost reduction, product development or import substitution.

Innovative Initiatives:

- Development of roll bonded Ni alloy clad plate through wider route for Flue gas desulphurization application.
- Established the welding procedure for dissimilar grade i.e. JD1 and HNS for similar and dissimilar thickness.

New Product Development:

- Development of grade EN 1.4841 for export customer.
- Development of modified grade 430 Mint with lower hardness for IG mint.
- Successful manufacturing of grade 430J1L (~200 MT) for Sharda motors for BS6 automotive exhaust applications.
- EN 1.4547/254SMO was successfully processed in the first attempt to achieve Alfa Laval requirements (surface roughness, corrosion resistance and grain size) in CRAP.
- Development of CDA 99 grade through induction furnace-strip mill route.
- Development of perforated add-on passive armour for weight reduction of ballistic grades.

Process Optimization:

- Successful casting and hot rolling of JBS slab.
- Improvement in surface finish of duplex 2205 grade. Process route was finalized using intermediate SGL

via HBA. Processing via this optimized route resulted in improved surface appearance/finish.

- Chemistry and annealing parameters of UNS S32205 were modified to reduce edge cracking in Hot rolled coils.
- Chemistry and annealing parameters have been successfully modified to obtain the step structure in 304LN grade as per customer requirement. The modified parameters resulted in improved corrosion properties (IGC Practice A & E).
- Impact toughness improvement in the plates of UNS S32205 grade using modified chemistry and processing parameters.

Quality Improvement:

- Stabilization of JSLUDD grade w.r.t quality issues.
- Micro structure improvement in grade 409L (Thk ≥ 8 mm) for automotive flange application resulting in better performance of material at customer end.
- Ductility improvement (>58%) in 304 (9% Ni) for Export customer.
- Minimization of Ti streaks and inclusion in 321H for PS application

Cost reduction:

- Increase in Ti recovery in 300 series.
- Yield improvement in EQ 24.13 & EQ309LMo grades.
- Increase in Ti recovery in 400 series (>70% wrt previous 55%).

New customer/application development:

- Approval of Grade 436L from Toyota
- Approval of Grade 409L, 409Ni & 441 from Tata Motors commercial vehicle.
- Approval of 904L and 316Ti grades from Witzenman.
- Successfully processed lean duplex 32101 (5.8 mm thick.) for NORSOK bridge application.
- Successful manufacturing of 316L and 316Ti for Witzenman approval.
- Analysis & multiple simulations carried out on improvement of impact toughness in 15cdv6 grades & successfully dispatched the order of MTAR & CRA.

Future plan:

- Development of Ni based alloys
- Development of customised products

Major technological projects completed in financial year 2020-21:

- New bottom grinding head installation at SPD SGL line- Capacity enhancement project
- New tension leveller line installation - Market competitiveness & capacity enhancement project (SPD PS Project)
- New slitting line installation - Market competitiveness & capacity enhancement project (SPD PS Project)

- Centralised lubrication oil storage tank - 55 KL / Month- Cost reduction & ease of operation project for rolling oil for CRD mills
- New LPG fired Boggie furnace - 450MT/ Month - Market competitiveness & furnace temperature homogeneity within +/- 5*c
- Strip mill tandem mill (part-2) - Improvement in shape & profile of hot rolled coils, maintain cooling temperature less than 600*c, temperature homogeneity of coils (Across the length, width and thickness)
- Fall arresting system for CRD sheds - Safety project for ensure manpower safety while repair/ maintenance work of shed sheets
- Installation of 50-20mt crane at sms-2 DE row- Safety project

(ii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

1. New bottom grinding head installation at SPD SGL line- Capacity enhancement project.
2. New tension leveller line installation - Market competitiveness & capacity enhancement project (SPD PS Project).
3. New slitting line installation - Market competitiveness & capacity enhancement project (SPD PS Project)

(iii) Expenditure incurred on Research and Development (R&D)

(Rs. in Crore)

Particulars	2020-21	2019-20
a) Capital	0.00	0.00
b) Revenue	10.25	10.39
Total	**10.25**	**10.39**
c) Total R&D expenditure as a percentage of turnover	0.12%	0.12%

Foreign Exchange earnings & Outgo **(Rs. in Crore)**

Particulars	2020-21	2019-20
Foreign Exchange Earnings	870.36	1103.84
Foreign Exchange Outgo	1320.79	1247.45

Annexure - II to Directors Report

Details of remuneration under section 197(12) of Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2021:

a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Sl. No.	Name of Director	Designation	Ratio of Remuneration of Director to the median remuneration of Employees*
1	Mr. Ratan Jindal	Chairman	Mr. Ratan Jindal had voluntarily forgone his entire commission for the financial year 2020-21.
2	Mr. Abhyuday Jindal	Managing Director	198.6 : 1
3	Mr. Jagmohan Sood	Wholetime Director	34.6 : 1

**Since Non-executive directors received no remuneration, except sitting fees for attending Board/Committee meetings, therefore required details are not applicable.*

b. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sl. No.	Name	Designation	Percentage increase in Remuneration
1	Mr. Ratan Jindal	Chairman	Not Applicable
2	Mr. Abhyuday Jindal	Managing Director	51.83% (Please refer to the point no. e below)
3	Mr. Jagmohan Sood	Wholetime Director	NIL
4	Mr. Ramnik Gupta	Chief Financial Officer	NIL
5	Mr. Bhartendu Harit	Company Secretary	NIL

c. The percentage increase in the median remuneration of employees in the financial year: 1.51%

d. The number of permanent employees on the rolls of the Company: 2,146 (excluding contractual employees)

e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **To ensure an adequate level of liquidity in the Company, there was no increase in the remuneration of either the salaries of employees or the total overall managerial remuneration during the year under review. However, the Company has in place a variable reward programme linked to Production / EBIDTA in order to motivate its employees. In view of the improved performance in the second half of the financial year, the Company recognizing the efforts of the employees, has made an average incentive payout of ~ 8% / ~22.5% of the fixed pay which was higher as compared to the incentive payout during the last financial year.**

f. It is further affirmed that remuneration paid to Directors and Key Managerial Personnel was as per the Remuneration Policy of the Company.

For and on behalf of Board of Directors

Abhyuday Jindal
Managing Director
DIN: 07290474

Jagmohan Sood
Whole Time Director
DIN: 08121814

Place: New Delhi
Date: May 18, 2021

Annexure – III (a) to Directors Report

Form No. MR-3
Secretarial Audit Report
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Jindal Stainless (Hisar) Limited,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Jindal Stainless (Hisar) Limited** (hereinafter called "the Company") for the financial year ended March 31, 2021 ["period under review"]. The secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the period under review, has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period under review, according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 ('the Act') and the rules made thereunder including any re- enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 ('FEMA') and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable:
    a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations');
    b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('PIT Regulations');
    d. Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018;

e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Act and dealing with client.

6. Specific laws applicable to the industry to which the Company belongs, as identified and compliance whereof as confirmed by the management, that is to say:

   a. Payment of Wages Act, 1936;

   b. The Payment of Undisbursed Wages (Mines) Rules, 1989.

We have also examined compliance with the applicable clauses of the Secretarial Standard 1 and 2 issued by the Institute of Company Secretaries of India.

We report that during the period under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines, standards etc. mentioned above:

Recommendations as a matter of best practice:

In the course of our audit, we have made certain recommendations for good corporate practices to the compliance team, for its necessary consideration and implementation by the Company.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Director and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review, were carried out in compliance with the provisions of the Act and other applicable laws.

Adequate notice is given to all directors to schedule the Board Meetings and Committee meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions were unanimous and there was no instance of dissent in Board or Committee Meetings.

We further report that there are adequate systems and processes in the Company, which commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under review, the Company has not undertaken following specific events/ actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., except as follows:

i. Composite Scheme of Arrangement

During the period under review, pursuant to Sections 230-232 read with section 66 of the Act and the rules made thereunder, the Board of Directors of the Company, at its meeting held on December 29, 2020 approved the draft Composite Scheme of Arrangement amongst Jindal Stainless Limited, Jindal Stainless (Hisar) Limited, JSL Lifestyle Limited, Jindal Lifestyle Limited, Jindal Stainless Corporate Management Services Private Limited and JSL Media Limited and their respective shareholders and creditors and the same is subject to necessary statutory and regulatory approvals under applicable laws, including approval of the National Company Law Tribunal in India. The Company has received Observation Letter pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10,

2017 from the stock exchanges and has filed first motion of petition before Hon'ble National Company Law Tribunal, Chandigarh bench on March 17, 2021.

Place: Mumbai
Date: May 17, 2021

For M/s Vinod Kothari & Company
Practicing Company Secretaries
Unique Code: P1996WB042300

Vinita Nair
Senior Partner
Membership No.: F10559
CP No.: 11902
UDIN: F010559C000335081
Peer Review Certificate No.: 781/2020

The report is to be read with our letter of even date which is annexed as Annexure 'I' and forms and integral part of this report.

Annexure I

ANNEXURE TO SECRETARIAL AUDIT REPORT (NON-QUALIFIED)

To,
The Members,
Jindal Stainless (Hisar) Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit. The list of documents for the purpose, as seen by us, is listed in Annexure II;
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. Our Audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same.
4. Wherever our Audit has required our examination of books and records maintained by the Company, we have also relied upon electronic versions of such books and records, as provided to us through online communication.

Wherever for the purposes of our Audit, there was a need for physical access to any of the places of business of the Company, the same was not possible due to the lockdowns and travel restrictions imposed by Central and State Governments respectively. We have conducted online verification & examination of records, as facilitated by the Company, due to Covid 19 and subsequent lockdown situation for the purpose of issuing this Report.

5. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulation and happening of events etc.
7. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
9. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
10. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Annexure II

List of Documents

1. Final draft of the signed minutes for the meetings of the following held during the period under review:
   a. Board of Directors;
   b. Audit Committee;
   c. Nomination and Remuneration Committee;
   d. Stakeholders Relationship Committee;
   e. Sub-committee of Board;
   f. Annual General Meeting;
2. Proof of circulation of draft and signed minutes of the Board Committee meetings' minutes on a sample basis;
3. Annual Report for financial year 2019-20;
4. Directors disclosures under the Act and rules made thereunder;
5. Statutory Registers maintained under the Act;
6. Forms filed with the Registrar;
7. Policies/ Codes framed under SEBI regulations;
8. Periodic reports/disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015;
9. Disclosures required to be made under the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011;

Annexure – III (b) to Directors Report

FORM NO. MR-3 SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Jindal Stainless Steelway Limited
Village Pathredi, Bilaspur, Tauru Road
Gurgaon 122413
CIN: U27109HR2004PLC082454

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Jindal Stainless Steelway Limited (hereinafter called "the Company"), having its Registered Office at Village Pathredi, Bilaspur, Tauru Road Gurgaon 122413. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the M/s Jindal Stainless Steelway Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Jindal Stainless Steelway Limited ("the Company") for the financial year ended on March 31, 2021 according to the applicable provisions of:

(i) The Companies Act, 2013 & The Companies Act,1956 ("the Acts") and the rules made there under;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines to the extent applicable as prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), - Not applicable being an unlisted Company

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;)
d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

*The Company being a material subsidiary of Jindal Stainless (Hisar) Limited ("JSHL"), Directors and certain employees of the Company have been categorised as Designated Persons and are covered by the Code of Conduct

under The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, of Jindal Stainless (Hisar) Limited.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.
(ii) The Company has not entered into listing Agreement with any of the Stock Exchange(s). Therefore, there is no listing agreement with the Company for any compliance therewith.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to following observations: NIL

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company has not undertaken such events as public or rights or preferential issue of shares, debentures or sweat equity; redemption or buy-back of securities; major decisions by the Members in pursuance to Section 180 of the Companies Act, 2013; Foreign Technical Collaboration or any other like event(s)/action(s) having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. During the period Company has filed a scheme of merger of J.S.S. Steelitalia Limited into / with the Company under the provision of Section 230-232 of the Companies Act, 2013 and rules made thereunder before the National Company Law Tribunal, Chandigarh Bench.

We further report that, the compliance by the Company of applicable financial laws such as Direct and indirect laws and maintenance of financial records and books of accounts have not been reviewed in this Audit since the same have been subject to review by the statutory auditors, tax auditors and other designated professionals.

FOR KHADRIYA & CO.
COMPANY SECRETARIES
FRN: S2017DE470400

CS RAHUL KHADRIYA
M. No. FCS-8558
CP No. 10166
PEER REVIEW CERT NO. 905/2020
UDIN: F008558C000317834

DATE: 15.05.2021
PLACE: NOIDA

ANNEXURE -A TO THE SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Jindal Stainless Steelway Limited
Village Pathredi, Bilaspur, Tauru Road
Gurgaon 122413
CIN: U27109HR2004PLC082454

Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, is the responsibility of Management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

FOR KHADRIYA & CO.
COMPANY SECRETARIES
FRN: S2017DE470400

CS RAHUL KHADRIYA
M. No. FCS-8558
CP No. 10166
PEER REVIEW CERT NO. 905/2020
UDIN: F008558C000317834

DATE: 15.05.2021
PLACE: NOIDA

Annexure – IV to Directors Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

1. Brief outline on CSR Policy of the Company: A brief outline of the Company's CSR Policy is given in the Directors' Report.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Deepika Jindal	Chairperson (Non-Executive, Non-Independent)	4	4
2	Mr. Jagmohan Sood	Member (Executive, Non-Independent)	4	4
3	Mr. N.C. Mathur *	Member (Non-Executive, Independent)	4	1
4	Mr. K.J.S. Thind #	Member (Non-Executive, Independent)	4	3

* Mr. N.C. Mathur was inducted as Member of the CSR Committee w.e.f. 4th November, 2020

Mr. K.J.S. Thind ceased to be Director on 1st November, 2020 consequent upon cessation of second term of his appointment. Consequently he also ceased to be member of the CSR Committee.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company : https://www.jshlstainless.com/corporate-governance#corporate-governance

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report) : Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (Rs in Crore)	Amount required to be setoff for the financial year, if any (Rs in Crore)
1	2019-20	Nil	Nil
2	2018-19	Nil	Nil
3	2017-18	Nil	Nil

Annexure – IV to Directors Report

6. Average net profit of the company as per section 135(5) : Rs. 474.17 Crore

7. (a) Two percent of average net profit of the company as per section 135(5) : Rs. 9.48 Crore
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years :Nil
(c) Amount required to be set off for the financial year, If any : Nil
(d) Total CSR obligations for the financial year (7a+7b-7c) : Rs. 9.48 Crore

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Rs. in Crore)	Amount Unspent (Rs. in Crore)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
8.84	0.68#	April 15, 2021	-	-	-

(b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5		6	7	8	9	10	11	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project.		Project duration	Amount allocated for the project (Rs. in Crore)	Amount spent in the current financial Year (Rs. in Crore)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (Rs. in Crore)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	State District Name						Name	CSR Registration number
1	OPJIMS Project	Promoting Health Care	No	Odisha	Jajpur	3 years	# (Refer below Note)	-	0.68#	No	Jindal Stainless Foundation	CSR00002669
	TOTAL							-	0.68			

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (Rs. in Crore).	Mode of Implementation- Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration number
	HEALTH								
1	Catering medical help to the needy / poor patients; Awareness program on menstrual health & general hygiene; Nutrition kits for the HIV + children; Community Health Care; Establishment and operational of SAHAJA sanitary napkin making unit.	Promoting health care including preventive health care	Local and other States	Haryana / Odisha / Delhi / Uttar Pradesh	Hisar / Jajpur / Delhi / Noida	0.34	Direct and through implementing agency	Jindal Stainless Foundation / Directly by JSHL	CSR00002669
	DISASTER RESPONSE								
2	Contribution to relief funds formed for meeting emergencies / distress situations (COVID) / Relief work for the communities or society at large **EDUCATION**	Emergencies and Relief work	Local and other States	PAN India	—	4.97	Direct and through implementing agency	Jindal Stainless Foundation / Directly by JSHL	CSR00002669
3	Scholarship & financial assistance program for students; Establishing NFE centers; Supporting libraries with books / magazines; Promoting software as a service / Generate data and produce extracts ; Teachers support & trainings, medical coaching and child education projects.	Promoting Education & Enhancing Vocational Skills	Local and other States	PAN India	—	1.52	No	Jindal Stainless Foundation / O P Jindal Charitable Trust	CSR00002669 / CSR00006242
	PROMOTION OF VOCATIONAL SKILLS								
4	Skill development programs ; Special skill classes on Indian Sign Language for deaf community ; Stainless Road program.	Promoting Education & Enhancing Vocational Skills	Local and other States	Haryana / Odisha / Delhi	Hisar / Sonipat / Jajpur / Delhi	0.14	No	Jindal Stainless Foundation	CSR00002669
	RURAL DEVELOPMENT								
5	Agricultural development project ; Provision of safe drinking water; Promoting Producer group amongst SHG's; Enhancing livelihood of artisian in golden grass project	Rural Development Programme	Local and other States	Haryana / Odisha	Hisar / Mewat / Jajpur / Cuttack / Khordha / Puri	0.78	No	Jindal Stainless Foundation	CSR00002669

	WOMEN EMPOWERMENT								
6	Stainless Ashiyana –Helpline project for domestic violence victims; Empowering underprivileged girls / women for making them self sustain ; Strengthening ASMITA Production ; Promotion of various income generating activities through the women SHG.	Promoting Gender Equality & Empowering Women	Local and other States	Haryana / Odisha / Delhi	Hisar / Jajpur / Delhi	0.26	Direct and through implementing agency	Jindal Stainless Foundation / Direct by JSHL	CSR00002669
	ENVIRONMENT, SUSTAINABILITY & ECOLOGICAL BALANCE								
7	Development and maintenance of public park & roads ; Waste management with the waste pickers.	Environment, Sustainability and Ecological Balance	Yes	Haryana	Hisar	0.56	Direct and through implementing agency	Jindal Stainless Foundation / Direct by JSHL	CSR00002669
	TOTAL					**8.57**			

(d) Amount spent in Administrative Overheads : Rs. 0.27 Crore
(e) Amount spent on Impact Assessment, if applicable: Nil
(f) Total amount spent for the Financial Year : Rs.8.84 Crore # (8b+8c+8d+8e)
(g) Excess amount for set off, if any: *# (Refer below Note)*

Sl. No.	Particular	Amount (Rs. in Crore)
i	Two percent of average net profit of the company as per section 135(5)	9.48
ii	Total amount spent for the Financial Year	8.84#
iii	Excess amount spent for the financial year [(ii)-(i)]	*# (Refer below Note)*
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v	Amount available for set off in succeeding financial years[(iii)-(iv)]	*# (Refer below Note)*

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (Rs. in Crore)	Amount pent in the reporting Financial Year (Rs. in Crore))	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (Rs. in Crore)
				Name of the Fund	Amount (Rs. in Crore)	Date of transfer	
N.A.							

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

1	2	3	4	5	6	7	8	9
Sl. No.	**Project ID**	**Name of the Project**	**Financial Year in which the project was commenced**	**Project duration**	**Total amount allocated for the project (Rs. in Crore)**	**Amount spent on the project in the reporting Financial Year (Rs. in Crore)**	**Cumulative amount spent at the end of reporting Financial Year. (Rs. in Crore)**	**Status of the project - Completed /Ongoing**
N.A.								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : N.A.

    (asset-wise details).

    (a) Date of creation or acquisition of the capital asset(s).

    (b) Amount of CSR spent for creation or acquisition of capital asset.

    (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

    (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): The amount of Rs.0.68 Crore could not be spent by Jindal Stainless Foundation, the implementing agency, during the F.Y.2020-21, since the project was at nascent stage (Please refer to the detailed note mentioned below).

 # Note: *The Company was required to spend Rs.9.48 Crore on CSR activities during the financial year 2020-21. The Board of Directors of the Company had approved to make the total CSR expenditure aggregating to Rs.9.52 Crore during the financial year, out of which Rs.8.84 Crore had been utilised for the identified purposes. The remaining amount of Rs.0.68 Crore was allocated to Jindal Stainless Foundation ("Foundation") as an initial corpus towards setting up of 100 bedded hospital at Jajpur, Orissa (newly identified ongoing project). The amount of Rs. 0.68 Crore was not spent by the Foundation during the F.Y.2020-21, being the project at nascent stage. In compliance of the amended CSR provisions the Foundation has transferred the above said amount into an unspent CSR account within the prescribed timeline of 30 days from the end of the financial year. Upon spending the said amount of Rs.0.68 Crore, excess amount of Rs.0.04 Crore will be available for set off in succeeding financial years.*

For and on behalf of Board of Directors

Abhyuday Jindal	Deepika Jindal
Managing Director	Chairperson, CSR Committee
DIN: 07290474	DIN: 00015188

Annexure – V to Directors Report

Form No. AOC-2

(Pursuant to Clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS:

(a)	Name(s) of the related party and nature of relationship	**NIL** (All contract or arrangement or transactions with related parties are at arm's length basis)
(b)	Nature of contracts/ arrangements/ transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENT OR TRANSACTIONS AT ARM'S LENGTH BASIS:

(a)	Name(s) of the related party and nature of relationship	Jindal Stainless Limited [Jindal Stainless Limited ("JSL") is a public limited company in which two directors of the Company are also directors. Further, the Company holds more than 20% shareholding of Jindal Stainless Limited and therefore, it is an Associate Company of Jindal Stainless (Hisar) Limited].	Jindal Stainless Steelway Limited [Jindal Stainless Steelway Limited ("JSSL") is a public limited company and is a Subsidiary Company of Jindal Stainless (Hisar) Limited].
(b)	Nature of contracts/ arrangements/ transactions	Sale, purchase or supply of materials, services and cash flow support etc.	Sale, purchase or supply of materials and services etc.
c)	Duration of the contracts/ arrangements/ transactions	April, 2020 to March, 2021	April, 2020 to March, 2021
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Sale, purchase or supply of materials and services and Cash Flow Support etc. amounting to approx. Rs.1,460 Crore.	Sale, purchase or supply of materials and services etc. amounting to approx. Rs.1,250 Crore.
(e)	Date(s) of approval by the Board/ Committee, if any	14th February, 2020 and 8th February 2021	14th February, 2020
(f)	Amount paid as advances, if any		

REPORT ON CORPORATE GOVERNANCE

In accordance with Regulation 34(3) read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the report containing the details of Corporate Governance systems and processes at Jindal Stainless (Hisar) Limited ("JSHL/Company") is as follows:

1. Company's philosophy on the code of corporate governance:

Your Company recognizes communication as a key element of the overall corporate governance framework and therefore, emphasizes on seamless and efficient flow of relevant communication to all external constituencies. Your Company follows the principles of fair representation and full disclosure in all its dealings and communications. The Company's annual reports, results presentations and other forms of corporate and financial communications provide extensive details and convey important information on a timely basis. Your Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations and in all its interactions with its stakeholders including shareholders, employees, government and lenders. The Company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholders value, over a sustained period of time.

2. Board of Directors:

(i) Composition and Category of Directors

The Board of Directors of your Company has an optimum combination of Executive and Non-Executive Directors, in conformity with Regulation 17 of the SEBI LODR. As at 31st March, 2021, the Board of your Company consisted of eight Directors, out of whom four are Non-Executive Independent Directors including one Women Independent Director.

Details with respect to composition and category of Board of Directors are given hereunder:

Category	Name of Directors
Promoter Directors	Mr. Ratan Jindal, Chairman Mrs. Deepika Jindal, Director Mr. Abhyuday Jindal, Managing Director[1]
Executive Director	Mr. Jagmohan Sood[2]
Non-Executive Independent Directors	Mr. Girish Sharma Mr. N.C. Mathur Mrs. Arti Luniya Dr. Rajeev Uberoi[3]

1. Mr. Abhyuday Jindal was re-appointed as Managing Director of the Company for another term of three years w.e.f. 26 th April, 2021.
2. Mr. Jagmohan Sood was re-appointed as Whole time Director of the Company for another term of three years w.e.f. 15th May, 2021.
3. Dr. Rajeev Uberoi was appointed as an Additional Director (Independent Non-Executive Director) of the Company w.e.f. 11th December, 2020.

(ii) Independent Directors

The Company has received declarations as stipulated under Section 149(7) of the Companies Act, 2013 ("the Act") and Regulation 16 of the SEBI LODR from the Independent Directors confirming that:

a. They are independent, and

b. They are not disqualified.

The Independent Directors had confirmed that they fulfill the conditions specified in the SEBI LODR/ the Act and they are independent to the management of the Company. Further, in terms of Regulation 25(8) of SEBI LODR, the Independent Directors have also confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Further, no Independent Director resigned during the year under review.

Your Company had also issued formal appointment letters to the Independent Directors in the manner provided under the Act and the SEBI LODR. The terms and conditions of the appointment of Independent Directors have been displayed on the website of the Company and can be accessed through the following link:

https://www.jshlstainless.com/corporate-governance#corporate-governance

(iii) Board Meetings

During the financial year 2020-21, five Board meetings were held on 10th June, 2020, 11th September, 2020, 4th November, 2020, 29th December, 2020 and 8th February, 2021. The gap between any two consecutive meetings was within the limit prescribed under the Act. The necessary quorum was present during all the meetings.

(iv) Attendance of Directors, Directorships and other details

Attendance of Directors at the Board Meetings, last Annual General Meeting and number of Directorships and Chairmanships / Memberships of Committee(s) in other companies as on 31st March, 2021 are given below:

Name of Director	No. of Board Meetings attended	Attendance at last AGM	No. of Directorships held in other public Companies	No. of Memberships (M) / Chairmanship (C) in other Board Committee(s)[4]	No. of shares and Convertible Instruments held by Non-Executive Directors
Mr. Ratan Jindal	4	No	5	Nil	74,24,148 equity shares
Mrs. Deepika Jindal	1	No	3	Nil	69,265 equity shares
Mr. Abhyuday Jindal	5	Yes	1	1(M)	N.A.
Mr. Jagmohan Sood	4	Yes	-	Nil	N.A.
Mr. Girish Sharma	5	No	5	6(M)	Nil
Mr. N.C. Mathur	5	Yes	3	1(M)	955 equity shares[1]
Mrs. Arti Luniya	5	Yes	1	Nil	Nil
Dr. Rajeev Uberoi[2]	2	N.A.	3	Nil	Nil
Mr. Kanwaljit Singh Thind[3]	2	Yes	-	Nil	515 equity shares

Mrs. Deepika Jindal is wife of Mr. Ratan Jindal; and Mr. Abhyuday Jindal is their son. None of the other Directors are related to any other Director on the Board.

1. Mr. N.C. Mathur holds 9,330 shares of the Company (including 8,375 shares held as joint holder alongwith his spouse, Mrs. Aruna Mathur).
2. Dr. Rajeev Uberoi was appointed as an Additional Director (Non-Executive Independent) of the Company w.e.f. 11th December, 2020.
3. Mr. Kanwaljt Singh Thind ceased to be Director on 1st November, 2020 consequent upon completion of second term of his appointment as Independent Director.

4. Directorships do not include directorships in foreign companies, private limited companies and companies under Section 8 of the Act.

N.A. Not Applicable

None of the Directors on the Board is a Director in more than 20 companies (including not more than 10 public limited companies) as specified in Section 165 of the Act. In terms of the regulations of SEBI LODR, none of the Directors of the Company:

i. holds Directorship in more than seven listed entities, and ;

ii. is member in more than 10 committees or acting as a Chairperson of more than 5 committees across all listed entities

Further, for the purpose of determining the limit of the Board Committee, chairpersonship and membership of the Audit Committee and the Stakeholders' Relationship Committee alone has been considered as per Regulation 26 (1) (b) of SEBI LODR.

Also, none of the Independent Directors of the Company:

i. serves as an Independent Director /Managing Director in more than seven listed companies, and;

ii. acts as a whole-time Director/Managing Director for in any listed entity

Names of the other listed entities where the Directors of the Company are Directors as on 31st March 2021, are mentioned hereunder:

S. No.	Name of Directors	Number of Directorship	Name of Listed entity	Category of Directorship in other listed entity
1.	Mr. Ratan Jindal	1	Jindal Stainless Limited	Executive, Non-Independent
2.	Mrs. Deepika Jindal	Nil	N.A.	N.A.
3.	Mr. Abhyuday Jindal	1	Jindal Stainless Limited	Executive, Non-Independent
4.	Mr. Jagmohan Sood	Nil	N.A.	N.A.
5.	Mr. Girish Sharma	3	Jindal Saw Limited Hexa Tradex Limited JITF Infralogistics Limited	Non-Executive, Independent Non-Executive, Independent Non-Executive, Independent
6.	Mr. N.C. Mathur	Nil	N.A.	N.A.
7.	Mrs. Arti Luniya	1	Jindal Stainless Limited	Non-Executive, Independent
8.	Dr. Rajeev Uberoi	Nil	N.A.	N.A.

(v) Board Meetings, its Committee Meetings and Procedures thereof:

A. Scheduling and selection of agenda items for Board Meetings

i. The Board meets at least once in a quarter to review the financial results, performance of the Company and other items on the agenda. Apart from the four Board Meetings, additional Board Meetings are also convened as and when required to address the specific needs of the Company by giving appropriate notice to the Directors. The Board also approves permitted urgent matters by passing the resolutions through circulation.

ii. The meetings are usually held at the Company's Corporate Office at New Delhi.

iii. All divisions/departments in the Company are encouraged to plan their functions well in advance, particularly with regard to matters requiring discussion/ approval/decision in the Board/Committee meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the agenda for the Board meetings.

iv. The Board is given presentations on finance, sales and marketing, risk management, performance of subsidiaries and the major business segments and operations of the Company, while considering the results of the Company.

v. The Company Secretary, in consultation with the Chairman / Managing Director / Whole Time Director and other concerned persons in the top management, finalizes the agenda papers for the Board / Committee meetings.

B. Circulation of Board Agenda

i. Agenda papers are circulated to the Directors, in advance, in the defined agenda format. All material information is incorporated in the agenda papers for facilitating meaningful, informed and focused discussions at the meeting. Where it is not possible to attach any document to the agenda, the same is placed in the meeting with specific reference to this effect in the agenda.

ii. With the permission of Chairman and other directors present at the Meeting, additional or supplementary item(s) in the agenda are taken up for discussion and consideration. Sensitive matters may be discussed at the meeting without written material being circulated in advance for the meeting.

C. Recording minutes of proceedings at Board / Committee meeting

The Company Secretary records the minutes of the proceedings of each Board and Committee meetings. Draft minutes of the meetings are circulated to the Directors within 15 days of the meetings for their comments / inputs. Thereafter, the minutes of the proceedings of meeting are entered in the minutes book within 30 days from the conclusion of the meeting and signed by the Chairman of the next Board / Committee meeting.

Further, the signed and certified true copy of the minutes of the meetings are circulated to all the Directors within 15 days of signing of the minutes.

D. Post meeting follow up mechanism

There is an effective post meeting follow-up, review and reporting process for the action taken on decisions of the Board and Committees. Important decisions taken at Board / Committee meetings are communicated promptly to the concerned departments / divisions. Action Taken Report on the decisions taken during a Board meeting is placed at the next Board Meeting.

E. Compliance

The Company is in compliance of the applicable provisions of the SEBI LODR including compliance with Corporate Governance requirements.

During the period under review the Board has accepted all the recommendations made by the Committees of the Board.

Further, the certificates relating to compliance of applicable provisions of laws, signed by the Heads of the Departments are placed in every Board Meeting.

(vi) Familiarization Programme for Board Members and Independent Directors

The Board members are provided with necessary documents/ brochures, reports and internal policies to enable them to familiarize with Company's procedures and practices.

Periodic presentations are made at the Board and Board Committee meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. The Company through

its Key Managerial Personnel / Senior Managerial Personnel conducts programs / presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company and to apprise them about their roles, rights and responsibilities in the Company to enable them to make effective contribution and discharge their functions as a Board Member.

The Independent Directors are given every opportunity to interact with the Key / Senior Management Personnel and are given all the documents sought by them for enabling a good understanding of the Company, its various operations and the industry of which it is a part.

In term of the provisions of Regulation 25 of the SEBI LODR, the Company has devised a policy on familiarisation programme of Independent Directors which can be accessed on the following link:

https://www.jshlstainless.com/wp-content/uploads/2020/10/Policy-on-Familiarization-programme-9-4-118.pdf

Further, the details of familiarisation programme imparted to the Independent Directors can be accessed at the below link:

https://www.jshlstainless.com/wp-content/uploads/2020/10/Details-of-Familiarization-Programmes-imparted-to-Independent-Directors-9-4-118.pdf

(vii) Desired skills/ expertise/ competencies of the Board of Directors

The Board of Directors has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Areas of Core Skills/ Expertise/ Competence	Mr. Ratan Jindal	Mr. Abhyuday Jindal	Mrs. Deepika Jindal	Mr. Girish Sharma	Dr. Rajeev Uberoi	Mr. N.C. Mathur	Mrs. Arti Luniya	Mr. Jagmohan Sood
Project management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Supply Chain Management	Yes	Yes	Yes	No	No	Yes	Yes	Yes
Strategic & General Management	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Credit Management & Forex	Yes	Yes	Yes	No	Yes	No	No	Yes
Project Finance & Debt Syndication	Yes	Yes	Yes	Yes	Yes	No	No	Yes
Economics	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Administrative Reforms	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Law	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Corporate Governance	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Sales & marketing	Yes	Yes	Yes	No	No	Yes	Yes	Yes
Global Business	Yes	Yes	Yes	No	Yes	Yes	Yes	Yes
Technology	Yes	Yes	Yes	No	No	No	Yes	Yes
Merger & Amalgamation	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Human Resource	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

(viii) Independent Directors' meeting

In accordance with the provisions of Schedule IV (Code for Independent Directors) to the Act and Regulation 25 of the SEBI LODR, a meeting of the Independent Directors of the Company was held on 18th May, 2021 without the presence of Non-Independent Directors and representatives of the management. The Independent Directors inter

alia, reviewed the performance of non independent directors, Chairman and the Board of Directors as a whole, for the financial year 2020-21, taking into account the views of the Executive and Non-Executive Directors. The Independent Directors also evaluated the quality, contents and timelines of flow of information, between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

(ix) Evaluation of Board Effectiveness

In terms of the provisions of the Act read with relevant rules thereof and Regulation 19(4) read with Part D of Schedule II of the SEBI LODR, the Board of Directors, on recommendation of the Nomination and Remuneration Committee, have to evaluate the effectiveness of the Board. Accordingly, the performance evaluation of the Board, each Director and the Committees was carried out for the financial year ended 31st March, 2021.

The purpose of the Board evaluation is to achieve persistent and consistent improvement in the governance of the Company at the Board level with the participation of all concerned in an environment of harmony. The Board acknowledges its intention to establish and follow best practices in Board Governance in order to fulfill its fiduciary obligation to the Company. The Board believes the evaluation will lead to a closer working relationship among the Board members, greater efficiency in the use of the Board's time and increased effectiveness of the Board as a governing body.

The evaluation of the Directors was based on various aspects, inter-alia, including the level of participation in the Board Meetings, understanding of their roles and responsibilities, business of the Company along with the environment and effectiveness of their contribution.

3. Board Committees

The Committees constituted by the Board plays a very important role in the governance structure of the Company. The composition and the terms of reference of these Committees are approved by the Board and are in line with the requirement of the Act and Regulations of the SEBI LODR. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees. Further, the minutes of the Committee meetings are placed at the Board meetings. Currently there are 7 (seven) committees of the Board viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Share Transfer Committee, Sub-Committee and Risk Management Committee.

During the year under review, the Board of Directors has constituted a Restructuring Committee to explore and evaluate various options w.r.t. the group reorganisation / consolidation of stainless business so as to realise greater synergies. Further, an Independent Directors Committee in terms of the provisions of SEBI Master Circular dated 22nd December, 2020, was also constituted so as to determine that the proposal of the scheme of arrangement (refer note mentioned in the Directors' Report) is not detrimental to the interest of the shareholders of the Company.

Meetings of Board Committees held during the year and Member's attendance:

Particulars	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Corporate Social Responsibility Committee	Risk Management Committee	Sub-Committee of Directors
Meetings held	5	3	4	4	0	9
Members' Attendance						
Mr. Ratan Jindal	N.A.	0	N.A.	N.A.	N.A.	N.A.
Mrs. Deepika Jindal	N.A.	N.A.	N.A.	4	N.A.	N.A.
Mr. Abhyuday Jindal	N.A.	N.A.	2	N.A.	0	8
Mr. Jagmohan Sood	4	N.A.	3	4	0	9
Mr. Kanwaljit Singh Thind*	3	2	N.A.	0	N.A.	0
Mr. Girish Sharma	5	N.A.	N.A.	N.A.	N.A.	N.A.
Mrs. Arti Luniya	5	1	N.A.	N.A.	0	N.A.
Mr. N.C. Mathur	2	3	4	1	N.A.	1

* Mr. Kanwaljt Singh Thind ceased to be Director on 1st November, 2020 consequent upon completion of second term of his appointment.

(i) Audit Committee

Composition and Terms of Reference:

The composition and terms of reference of the Audit Committee are in conformity with the provisions of Section 177 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of the SEBI LODR. The composition of the Audit Committee as on 31st March, 2021 is as under:

Category	Name of Directors	Name of Directors
Mr. Girish Sharma	Independent Director	Chairman
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member
Mr. N.C. Mathur	Independent Director	Member
Mrs. Arti Luniya	Independent Director	Member

Meetings & functions of Audit Committee:

The Audit Committee met five times during the financial year 2020-21 on 10th June, 2020, 11th September, 2020, 4th November, 2020, 29th December, 2020 and 8th February, 2021. Requisite quorum was present during the meetings.

The functions of the Audit Committee inter-alia include:

- reviewing the quarterly and annual financial results/statements before submission to the Board for approval;
- recommending to the Board, the appointment, re-appointment or removal of the statutory auditors and their remuneration;
- overseeing the Company's financial reporting process;
- overseeing compliance with listing and other legal requirements relating to the financial statements;
- reviewing and monitoring the auditor's independence and performance, and effectiveness of the audit process;
- scrutiny of the inter-corporate loans and investments;

- evaluation of internal financial controls and the risk management systems;
- reviewing performance of the statutory and internal auditors, adequacy of the internal control systems;
- reviewing the adequacy of the internal audit;
- reviewing the findings of any internal investigations by the internal auditors;
- discussion with the statutory auditors, before the audit commences, the nature and the scope of audit as well as post-audit discussion to ascertain any area of concern;
- reviewing the functioning of the whistle blower mechanism;
- approving the appointment of the Chief Financial Officer;
- reviewing the Management Discussion and Analysis of financial condition and results of operations;
- reviewing the statement of significant related party transactions, submitted by the Management;
- reviewing any risks and steps to mitigate them;
- reviewing the appointment, removal and terms of remuneration of the internal auditor.
- reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The Chief Financial Officer regularly attends the Committee meetings and the Company Secretary acts as the Secretary of the Committee. Meetings were also attended by the Internal Auditors and the Statutory Auditors. The Cost Auditors attended the meeting as and when required.

(ii) Nomination and Remuneration Committee: Composition and Terms of Reference:

The composition and terms of reference of the Nomination and Remuneration Committee (NRC) are in conformity with Section 178 of the Act and Regulation 19 of the SEBI LODR. The composition of the NRC as on 31st March, 2021 is as under:

Name of Director	Category	Status
Mrs. Arti Luniya	Independent Director	Chairperson
Mr. Ratan Jindal	Non-Independent	Member
Mr. N. C. Mathur	Independent Director	Member

Brief terms of reference:

The terms of reference for the Nomination and Remuneration Committee of the Company inter-alia include:

- formulation of the criteria for determining qualifications and independence of a director and recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- formulation of criteria for evaluation of performance of the Independent Directors and the Board of Directors and carry out evaluation of every director's performance;

- devising a policy to ensure diversity among the Board of Directors;
- identifying persons who are qualified to become Directors;
- deciding on the term of appointment of the Independent Directors on the basis of the report of performance evaluation of the independent directors.
- recommend to the Board, all remuneration, in whatever form, payable to the senior management.

Meetings:

During the financial year ended 31st March, 2021, three meetings of the Nomination and Remuneration Committee were held on 9th June, 2020, 31st October, 2020 and 8th February, 2021. Requisite quorum was present during all the meetings. The Company Secretary acts a Secretary of the Committee.

Performance Evaluation Criteria for Independent Directors:

The policy framework for nomination, election and performance review of Independent Directors is duly approved by the Board of Directors upon the recommendation of the NRC. The performance of the Independent Directors is being evaluated by the entire Board, except for the director being evaluated. A brief description of the performance evaluation of the same is mentioned elsewhere in the Directors' Report.

(iii) Stakeholders Relationship Committee:

Composition and Terms of Reference:

The composition and terms of reference of the Stakeholders Relationship Committee are in conformity with Section 178 of the Act and Regulation 20 of the SEBI LODR. The composition of the Stakeholders' Relationship Committee as on 31st March, 2021 is as under:

Name of Director	Category	Status
Mr. N.C. Mathur	Independent Director	Chairman
Mr. Abhyuday Jindal	Managing Director, Non-Independent	Member
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member

Brief terms of reference:

The terms of reference for the Stakeholders' Relationship Committee of the Company inter-alia include:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, issue of new / duplicate share certificates etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Meetings

During the financial year ended 31st March, 2021, four meetings were held on 3rd June, 2020, 4th September, 2020, 4th November, 2020 and 4th February, 2021. Requisite quorum was present during the meetings.

The Stakeholders Relationship Committee oversees, inter-alia, redressal of shareholders and investor's grievances, transfer/transmission of shares, non-receipt of annual report or declared dividend, issue of duplicate

shares, recording dematerialisation/ rematerialization of shares and related matters. Mr. Bhartendu Harit, Company Secretary acts a Secretary of the Committee and is the compliance officer for the requirements of SEBI LODR.

Opening Balance	Received during the year	Resolved during the year	Closing balance
0	3	3	0

The Company has appointed Registrar & Share Transfer Agent (R&T Agent) for servicing the shareholders holding shares in physical or dematerialized form. All requests for dematerialization of shares are likewise processed and confirmations thereof are communicated to the shareholders within the prescribed time.

(iv) Corporate Social Responsibility Committee:

Composition and Terms of Reference:

The composition and terms of reference of the Corporate Social Responsibility Committee ("CSR Committee") are in conformity with Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR Committee consists of three Directors, out of which one is Independent. The composition of the CSR Committee as on 31st March, 2021 is as under:

Name of Director	Category	Status
Mrs. Deepika Jindal	Non-Independent	Chairperson
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member
Mr. N.C. Mathur	Independent Director	Member

Meetings

During the financial year ended 31st March, 2021, four meetings of the Committee were held on 8th June, 2020, 9th September, 2020, 3th October, 2020 and 4th February, 2021. Requisite quorum was present during the meetings. The Company Secretary acts as a Secretary to the Committee.

(v) Sub-Committee of Directors:

The Board has constituted a Sub-Committee of Directors which has been delegated with certain powers of the Board of Directors in accordance with the provisions of the Act and the rules framed thereunder. The Committee meets from time to time on need base to transact the matters of urgency.

Names of Members of the Committee, their category and status as on 31st March, 2021 are given below:

Name of Director	Category	Status
Mr. Abhyuday Jindal	Managing Director, Non-Independent	Chairman
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member
Mr. N.C. Mathur	Independent Director	Member

Meetings

During the financial year 2020-21, the Sub-Committee of Directors met 9 times on 22nd July, 2020, 15th September, 2020, 21st October, 2020, 30th October, 2020, 30th November, 2020, 30th December, 2020, 4th February, 2021, 1st

March, 2021 and 30th March, 2021. The decisions taken at the Sub Committee meetings are reviewed by the Board at its meetings. Requisite quorum was present during the meetings. The Company Secretary acts as a Secretary to the Committee.

(vi) Share Transfer Committee:

The Board of Directors has delegated the power of approving transfer / transmission / transposition of securities and other related formalities to the Share Transfer Committee. The Committee meets from time to time on need basis.

Name of Director	Category	Status
Mr. Abhyuday Jindal	Managing Director, Non-Independent	Chairman
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member
Mr. Bhartendu Harit	Company Secretary	Member
Representative of Registrar and Transfer Agent	-	Member

Pursuant to a Circular dated 27th March, 2019, SEBI had effective from 1st April, 2019 mandated transfer of shares only in dematerialized form except where the claim is lodged for transmission or transposition of shares or where the transfer deed(s) was lodged prior 1st April, 2019 and returned due to deficiency in the document. During the financial year ended 31st March, 2021, all the valid requests for transfer / transmission / transposition of shares were processed in time and there were no pending request.

(vii) Risk Management Committee:

Composition and Terms of Reference:

Pursuant to the provisions of SEBI LODR, top 1000 listed entities, determined on the basis of market capitalization as at the end of immediate previous financial year are required to constitute a Risk Management Committee.

The Company ranked 489th position among the top 1000 listed entities, based on the market capitalization as on 31st March, 2021. The Board has constituted a Risk Management Committee, to ensure the Company's strategies.

The composition and terms of reference of the Risk Management Committee are in conformity with the provisions of Regulation 21 of the SEBI LODR, which inter-alia includes cyber security. The composition of the Risk Management Committee as on 31st March, 2021 is as under:

Name of Director	Category	Status
Mr. Abhyuday Jindal	Managing Director, Non-Independent	Chairman
Mr. Jagmohan Sood	Whole Time Director, Non-Independent	Member
Mrs. Arti Luniya	Independent Director	Member
Mr. Bhartendu Harit	Company Secretary	Member
Mr. Ajay Goyal	AVP (Finance & Accounts)	Member

Brief terms of reference:

The terms of reference for Risk Management Committee of the Company inter-alia include:

- To formulate a detailed risk management policy which shall include:
  (a) A framework for identification of internal and external risks specifically faced by the listed entity, in

particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan.

- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

4. REMUNERATION OF DIRECTORS

(i) Remuneration Policy

The Company has in place a Remuneration Policy duly approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee of the Company. Remuneration given to the Directors of the Company is based on the principles of performance, equitableness and competitiveness. The Remuneration Policy has been designed to reflect these principles and to attract, motivate and retain quality manpower for driving the Company successfully.

The remuneration of the Executive Directors, KMPs and Senior Management Personnel is based on Company's financial position, industrial trends and remuneration paid by peer companies. Remuneration to Executive Directors is paid by way of salary (including fixed pay and variable pay), perquisites and retirement benefits, based on recommendation of the Nomination and Remuneration Committee and approval of the Board and Shareholders. The Non-executive directors are paid remuneration by way of sitting fee for attending the meetings of the Board and Committees thereof. No stock options were granted to the Directors of the Company during the year under review. The appointment of the Executive Directors is governed by the resolutions passed by the Board and the shareholder of the Company read with the service rules and regulations of the Company.

(ii) Details of Remuneration paid to the Directors during the financial year ended 31st March 2021:

(a) Executive Directors:

Amount (₹ in Lakhs)

Name of Director	Designation	Salary	Commission	Contribution to PF	Others	Total	Notice Period
Mr. Abhyuday Jindal	Managing Director	599.60	393.90	-	0.40	993.00	N.A.
Mr. Jagmohan Sood	Whole Time Director	177.35	-	5.98	3.56	186.89	2 months

(b) Non-Executive Directors:

Particulars of commission / sitting fee paid to the Non Executive Directors during financial year ended 31st March, 2021 are as follows:

Name of Director	Commission (Rs. in lakhs)	Sitting fee paid Amount (Rs.in Lakhs)
Mr. Ratan Jindal	-	-
Mrs. Deepika Jindal	-	0.90
Mr. Girish Sharma	-	4.40
Mr. N.C. Mathur	-	5.00
Mrs. Arti Luniya	-	4.50
Dr. Rajeev Uberoi *	-	2.10
Mr. Kanwaljit Singh Thind #	-	1.30

* Dr. Rajeev Uberoi was appointed as an Additional Director (Independent Non-Executive Director) of the Company w.e.f. 11th December, 2020.

Mr. Kanwaljit Singh Thind ceased to be Director on 1st November, 2020 consequent upon completion of second term of his appointment.

No commission has been paid to the Non-Executive Directors (NEDs). There has been no pecuniary relationship or transactions between the Company and NEDs during the financial year 2020-21, except as stated above.

During the financial year ended March 31, 2021, the Company has made no payment to NEDs. Therefore the requirement of mentioning the criteria for making the payment to NEDs and disseminating the same on website of the Company is not applicable to the Company.

5. GENERAL BODY MEETINGS:

The last three Annual General Meetings were held at the registered office of the Company at O.P. Jindal Marg, Hisar – 125005 (Haryana), as per details given below:

Year	Date	Day	Time	Special resolution(s) Passed
2017-18	27.09.2018	Thursday	12:30 P.M.	- Appointment of Mr. Abhyuday Jindal as Managing Director of the Company. - Reappointment of Mr. K.J.S. Third as an Independent Director - Approval for payment of commission to Mr. Ratan Jindal, Chairman (Non Executive) of the Company as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. - Increase in the aggregate limit for investment into the Company by the Foreign Portfolio Investors ("FPIs") upto 100% of the paid-up Equity shares capital of the Company on a fully diluted basis.
2018-19	11.09.2019	Wednesday	12:00 Noon	- Reappointment of Mr. Girish Sharma as an independent director. - Reappointment of Mr. Nirmal Chandra Mathur as an independent director.
2019-20	21.08.2020	Friday	1:00 P.M.	- Approval for payment of commission to Mr. Ratan Jindal, Chairman (Non Executive) of the Company.

No postal ballot was conducted during the financial year 2020-21. Further, there is no immediate proposal for passing any resolution through Postal Ballot.

REPORT ON CORPORATE GOVERNANCE

6. MEANS OF COMMUNICATION:

i	Quarterly Results	The quarterly, half yearly and yearly financial results of the Company are submitted with the stock exchanges after they are approved by the Board. These are also published in the Newspapers, in the prescribed format as per the provisions of the SEBI LODR.
ii	Newspapers wherein results normally published	Economic Times, Financial Express; Jansatta (Hindi) for the year 2020-21
iii	Any website, where displayed	www.jshlstainless.com
iv	Whether it also displays official news releases	The Company gives Press Releases to the stock exchanges and displays the same on its website
v	The Presentations made to institutional investors or to the analysts	The Company holds Analysts' / Investors' Meetings from time to time. The presentations made at the said meetings are uploaded on Company's website. The necessary intimation in terms of Regulation 30 of SEBI LODR are also made to the stock exchanges.
vi	NSE Electronic Application Processing System (NEAPS)	The NEAPS is a web based application designed by NSE for corporate. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.
vii	BSE Corporate Compliance & Listing Centre (the 'Listing Centre')	BSE's Listing Centre is a web based application designed for corporate. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on the Listing Centre.
viii	SEBI Complaint Redressal System (SCORES)	The investor complaints are processed in a centralized web based complaint redressal system. The salient features of this system are: Centralized Data Base of all complaints, online upload of Action Taken Report (ATRs) by the concerned companies and online viewing by investors of action taken on the complaint and its current status.

7. GENERAL SHAREHOLDERS' INFORMATION

7.1	Annual General Meeting : - Day, Date and Time - Venue	Thursday, September 16, 2021 at 1:00 P.M. The Company is conducting the 8th Annual General Meeting (AGM) through VC/OAVM facility pursuant to the circular dated January 13, 2021 and May 5, 2020 issued by the Ministry of Corporate Affairs read with SEBI Circular dated May 12, 2020 and January 15, 2021 and as such there is no requirement to have a venue of AGM. However the deemed venue for the 8th AGM shall be the Registered Office of the Company.	
7.2	Financial Year :	The Financial year of the Company starts from 1st April and ends on 31st March every year.	
7.3	Financial Calendar 2021-22 (Tentative) :	Annual General Meeting – (Next Year)	September, 2022
		Financial Reporting	
		Results for quarter ended June 30, 2021	On or before 14-08-2021
		Results for quarter ending Sept. 30, 2021	On or before 14-11-2021
		Results for quarter ending Dec. 31, 2021	On or before 14-02-2022
		Results for year ending Mar. 31, 2022 (Audited)	On or before 30-05-2022
7.4	Book Closure date :	As mentioned in the AGM Notice	
7.5	Dividend payment date :	No dividend has been recommended by the Board of Directors for the financial year 2020-21.	

7.6 Unclaimed Shares:

In terms of Clause 5A of the erstwhile Listing Agreement, Jindal Stainless Limited (JSL) had through its RTA sent three reminders to its Shareholders, whose Share Certificates were lying unclaimed with JSL, requesting them to provide complete postal address and other relevant details to enable the RTA to dispatch such unclaimed Share Certificates to them. On the basis of non-receipt of response, unclaimed Equity Shares of Rs.2/- each held by Shareholders of JSL were then transferred to its "Unclaimed Suspense Account" and were dematerialized.

At the time of allotment of shares by the Company on 25th November, 2015, corresponding Unclaimed Shares allotted by the Company were credited in "Unclaimed Suspense Account" of the Company. During the year 2020-21, no share was transferred from the "Unclaimed Suspense Account" to the demat accounts of respective shareholders. Details of Unclaimed shares as required under Regulation 34(3) read with Schedule V of SEBI LODR is given hereunder:

Particulars	No. of Shareholders	No. of Shares
Aggregate number of shareholders and the outstanding shares in the suspense account as on 1st April, 2020	1,452	1,87,370
Number of shareholders who approached the Company / RTA for transfer of shares from suspense account during the year ended 31st March, 2021	0	0
Number of shareholders to whom shares were transferred from suspense account during the year ended 31st March, 2021	0	0
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on 31st March, 2021	1,452	1,87,370

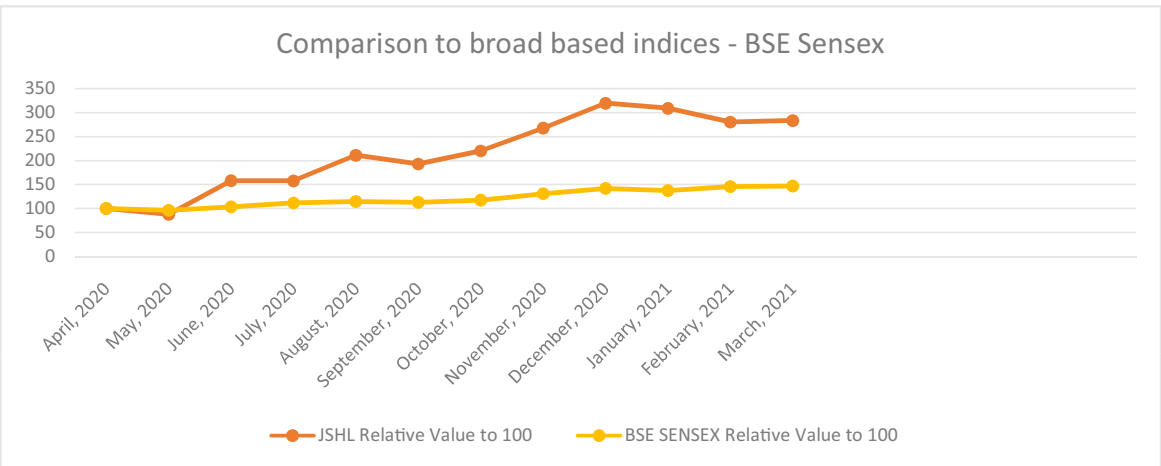
The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

As and when the rightful owner of such shares approaches the Company or RTA, the Company shall to the extent of his/her entitlement, arrange to deliver the shares from the said account to the rightful owner after proper verification of his/her identity.

7.7	(a) Listing of Equity Shares on Stock Exchanges	:	National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G – Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001
The Company pays annual listing fees to NSE and BSE.				
	(b) Listing of GDS on Stock Exchange	:	Luxembourg Stock Exchange, P.O. Box 165, L – 2011, Luxembourg	
7.8	Stock Code (Equity Shares)	:	Trading Symbol – BSE Limited Trading Symbol – National Stock Exchange of India	539597 (Demat Segment) JSLHISAR (Demat Segment)
	International Securities Identification Number (ISIN) Equity Shares : INE455T01018 GDS : US47760U1043			

7.9 Stock Market Price Data	National Stock Exchange of India Ltd. (NSE)		BSE Limited (BSE)	
	Month's High Price (in Rs.)	Month's Low Price (in Rs.)	Month's High Price (in Rs.)	Month's Low Price (in Rs.)
April, 2020	51.70	38.25	51.00	38.70
May, 2020	45.40	36.75	44.95	36.80
June, 2020	74.90	39.00	74.45	39.65
July, 2020	78.50	66.20	79.45	67.00
August, 2020	109.75	68.40	109.70	68.55
September, 2020	104.00	74.75	105.45	75.00
October, 2020	101.95	83.65	101.90	84.60
November, 2020	131.65	93.70	131.60	93.60
December, 2020	157.75	112.45	157.70	114.85
January, 2021	164.85	133.70	164.80	133.75
February, 2021	141.50	114.00	141.15	114.60
March, 2021	137.85	109.05	137.60	109.85

7.10 Share price performance in comparison to broad based indices – BSE Sensex



7.11. Registrar and Transfer Agents:

Link Intime India Private Limited
Noble Heights, 1st Floor, Plot NH2, C-1 Block LSC,
Near Savitri Market, Janakpuri, New Delhi – 110 058
Phone No. (011) 41410592/93/94 Fax No. (011) 41410591
Email: delhi@linkintime.co.in

7.12 **Share Transfer System:** As per SEBI LODR and directions issued by SEBI, effective from 1st April, 2019, the securities of listed companies can only be transferred in dematerialised form except where the claim is lodged for transmission or transposition of shares or where the transfer deed(s) was lodged prior 1st April, 2019 and returned due to deficiency in the document. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through the respective Depository Participants. Shareholders are advised to dematerialise their shares held by them in physical form. Requests for dematerialisation of shares are processed and confirmation thereof is given to the respective depositories i.e. NSDL and CDSL within the statutory time limit, from the date of receipt of documents complete in all respects along with the share certificates.

7.13 Reconciliation of Share Capital Audit: The reconciliation of Share Capital Audit is conducted by a Chartered Accountant in practice to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Ltd. ("Depositories") and the total issued and listed capital. The audit confirms that the total issued / paid up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with Depositories) and that the requests for dematerialization of shares are processed by the R&T Agents within stipulated period of 21 days and uploaded with the concerned depositories.

7.14 Transfer of Unpaid / Unclaimed Amounts to Investor Education and Protection Fund: Not Applicable

7.15 Distribution of shareholding as at 31st March, 2021:

By size of shareholding	Shareholders		Equity Shares held	
	Number	Percentage	Number	Percentage
1 - 2500	55,915	97.18	1,48,57,207	6.30
2501 - 5000	786	1.37	28,61,603	1.21
5001 - 10000	366	0.64	27,38,568	1.16
10001 - 15000	140	0.24	17,52,005	0.74
15001 - 20000	75	0.13	13,27,647	0.56
20001 - 25000	41	0.07	9,54,016	0.40
25001 - 50000	83	0.14	28,84,186	1.22
50001 & Above	130	0.23	20,85,59,453	88.40
TOTAL	**57,536**	**100.00**	**23,59,34,685**	**100.00**
Physical Mode	**10,186**	**17.70**	**29,08,951**	**1.23**
Electronic Mode	**47,350**	**82.30**	**23,30,25,734**	**98.77**

By Category of shareholding	Equity Shares held	
	Number	Percentage
Promoters	12,18,21,330	51.63
GDS held by promoters underlying shares	1,42,34,984	6.03
GDS held by others underlying shares	8,69,350	0.37
FIs/Banks/Mutual Funds/ Alternative Investment Fund etc.	94,59,342	4.01
Corporate Bodies	96,89,764	4.11
FIIs/ Foreign Portfolio Investor (Corporate)	4,88,31,335	20.70
NRIs/OCBs	15,38,922	0.65
Public /others	2,94,89,658	12.50
Total	**23,59,34,685**	**100.00**

7.16	**Dematerialisation of shares**	:	As on 31st March, 2021, 98.77% of the total share capital was in dematerialized form. Trading in equity shares of the Company is permitted only in dematerialized form. The equity shares of the Company are listed and traded at NSE and BSE.
7.17	**Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion dates and likely impact on equity.**	:	Company's paid up capital includes 1,51,04,334 equity shares having face value of Rs.2/- each, underlying 75,52,167 GDS. As at 31st March, 2021, the Company does not have any convertible instruments.
7.18	**Commodity price risk or foreign exchange risk and hedging activities**	:	Please refer Management Discussion and Analysis Report and notes to accounts to the financials mentioned in the Annual Report for details.
7.19	**Plant locations**	:	HISAR O.P. Jindal Marg, Hisar – 125 005 (Haryana). KOTHAVALASA Jindal Nagar, Kothavalasa – 535 183 Dist. Vizianagaram (A.P.)
7.20	**Investor Correspondence For transfer / dematerialisation of shares, payment of dividend on shares, query on Annual Report and any other query on the shares of the Company.**	:	Name: Mr. Swapan Naskar Designation: Associate Vice President & Head (North India) Address : Link Intime India Private Limited Noble Heights, 1st Floor, Plot NH2, C-1 Block LSC Near Savitri Market, Janakpuri, New Delhi – 110 058 Phone No. (011) 41410592/93/94 Fax No. (011) 41410591 Email : delhi@linkintime.co.in
7.21	**Address for correspondence**	:	Jindal Stainless (Hisar) Limited O.P. Jindal Marg, Hisar – 125 005 Telephone: (01662) 222471-83 Email: investorcare.jshl@jindalstainless.com Website: www.jshlstainless.com
	Shareholders holding shares in electronic mode should address all their correspondence relating to change of address, bank mandate and status to their respective Depository Participants (Dps).		
7.22	List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.	:	The credit rating for the long term/short term borrowings of the Company as on date of this report is as under: • CARE Ratings: CARE A-/ CARE A2+ (Under credit watch with developing implications) • India Ratings: IND A / INDA 1 (Rating Watch Evolving)

8. DISCLOSURES:

(i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of Company at large.

The Company has not entered into any transaction of material nature with the promoters, the directors or the management, their subsidiaries or relatives etc. that may have any potential conflict with the interests of the Company. Related Party transactions are disclosed in the notes to Accounts forming part of this Annual Report. The Board has approved a policy for related party transactions which has been uploaded on the Company's website at the following link:

https://www.jshlstainless.com/wp-content/uploads/2020/10/Policy-on-dealing-with-Related-Party-Transactions-JSHL.pdf

(ii) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

The Company has complied with the requirements of the stock exchanges, SEBI and other statutory authorities on all matters related to capital markets. No penalties or strictures have been imposed on the Company by the stock exchanges or SEBI or any other statutory authorities relating to the above during the last three years.

(iii) Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the Audit Committee.

The Company has formulated a Whistle Blower Policy ("WBP") in accordance with the requirements of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI LODR. The WBP provides for establishment of vigil mechanism for directors and employees to report genuine concerns or grievances. It encourages all employees, directors and business partners to report any suspected violations promptly and intends to investigate any bona-fide reports of violations. It also specifies the procedures and reporting authority for reporting unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy or any other unethical or improper activity including financial irregularities, including fraud, or suspected fraud, wastage/ misappropriation of Company's funds/assets etc. The WBP also provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee, in exceptional cases. The WBP has also been uploaded on Company's website at the following link: https://www.jshlstainless.com/wp-content/uploads/2020/10/Whistle-Blower-Policy-JSHL.pdf

(iv) The Company has also formulated the Policy on Disclosure of Material Events or Information and Policy on Preservation and Archival of Documents.

The said Policies have also been uploaded on Company's website at the following links: https://www.jshlstainless.com/wp-content/uploads/2020/10/JSHL-Material-Event-Policy.pdf

https://www.jshlstainless.com/wp-content/uploads/2020/10/JSHL-Preservation-and-Archival-Policy.pdf

(v) Subsidiary Companies

The Audit Committee of the Company reviews the financial statements and the investments made by its unlisted subsidiary companies. Further, the minutes of the meetings of the board of directors of the unlisted subsidiary companies and statement of all significant transactions and arrangements entered into by the

unlisted subsidiary companies are periodically placed at the meeting of the Board of directors of the Company. Jindal Stainless Steelway Limited is material non-listed Indian subsidiary of the Company. The Company has formulated a policy for determining material subsidiaries which is uploaded on Company's website at the following link: https://www.jshlstainless.com/wp-content/uploads/2021/08/JSHL-Policy-for-determining-material-subsidiaries.pdf

(vi) Dividend Distribution Policy

The Company has formulated a Dividend Distribution Policy in accordance with the requirement of Regulation 43A of SEBI LODR. The said Policy has also been uploaded on Company's website at the following link:

https://www.jshlstainless.com/wp-content/uploads/2020/10/Dividend-Distribution-Policy20818.pdf

(vii) Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are mentioned elsewhere in the Director's report.

(viii) Fees paid to the Statutory Auditors

The shareholders at its 12th Annual General Meeting (AGM) had appointed M/s. Lodha & Co. and M/s. S.S. Kothari Mehta & Co. as Joint Statutory Auditors of the Company for a term of five years until the conclusion of 17th AGM of the Company. The Company has made payment of Rs.30.78 Lakh to M/s. Lodha & Co. and Rs. 15.83 Lakh to M/s. S.S. Kothari Mehta & Co. for all the services availed by the Company during F.Y. 2020-21.

During the period under review no services were availed by the subsidiaries of the Company from the statutory auditors of the Company except payment of statutory audit fee of Rs.95,000 to M/s. S.S. Kothari Mehta & Co., Statutory Auditor of JSL Logistics Limited; Rs.15,000 to M/s Lodha & Co., Statutory Auditor of Jindal Strategic Systems Limited, subsidiary of the Company. Further no services were availed by the company/subsidiaries from the network firm/entity of the statutory auditors during the period under review.

(ix) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause.

Compliance with mandatory and non-mandatory requirements (as on 31st March, 2021)

The Company has complied with all mandatory requirements of Regulation 34 of the SEBI LODR. The Company has adopted following non-mandatory requirements of Regulation 27 and Regulation 34 of the SEBI LODR:

1. Modified Opinion(s) in Audit Report

During the period under review, there were no audit qualifications in the Company's financial statements.

2. Reporting of Internal Auditor

During FY 2020-21, Pricewaterhouse Coopers Services LLP ("PWC"), were the internal auditors of the Company and made presentations on their reports to the Audit Committee.

(x) No funds were raised by the Company through preferential allotment or by way of qualified institution placement during financial year 2020-21.

(XI) The Company has complied with corporate governance requirements specified in Regulations 17 to 27 of SEBI LODR, as applicable.

9. OTHER INFORMATION

(a) Risk Management Framework

The Company has in place mechanism to inform Board members about the risk assessment and minimization procedures and periodical reviews to ensure that risk is controlled by the executive management through the means of a properly defined framework.

(b) CEO and CFO Certification

The Whole Time Director and the Chief Financial Officer of the Company have given certification on financial reporting and internal controls to the Board as specified in Part B of Schedule II to the SEBI LODR. They also give quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33 of the SEBI LODR.

(c) Website disclosure

All the necessary disclosures as prescribed under clouse (b) to (i) of sub-regulation 2 of Regulation 46 as prescribed under the SEBI LODR have been disseminated on the Company's Website i.e. www.jshlstainless.com

(d) Code of Conduct

The Company has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of conduct is available on the website of the Company. The declaration of the Managing Director is given below:

To the Shareholders of Jindal Stainless (Hisar) Limited

Sub.: Compliance with Code of Conduct

I hereby declare that for the financial year ended 31st March, 2021 all the Board members and senior management personnel have affirmed compliance with the Code of Conduct as adopted by the Board of Directors.

Dated: May 18, 2021

(Abhyuday Jindal)

Managing Director

General Disclosures

(i) A summary of transactions with related parties in the ordinary course of business is periodically placed before the audit committee;

(ii) The mandatory disclosure of transactions with related parties in compliance with Indian Accounting Standard (Ind AS) is a part of this annual report;

(iii) While preparing the annual accounts in respect of the financial year ended 31st March, 2021, no accounting treatment was different from that prescribed in the Indian Accounting Standards (Ind AS);

(iv) The Company has a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive

REPORT ON CORPORATE GOVERNANCE

Information and a Code of Conduct to Regulate, Monitor and Report Trading by its employees and other connected persons, in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

To the Members,

Jindal Stainless (Hisar) Limited

We have examined the compliance of the conditions of Corporate Governance by Jindal Stainless (Hisar) Limited ("the Company") (CIN No. L27205HR2013PLC049963) for the year ended on March 31, 2021 as stipulated in the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 for the period from April 1, 2020 up to March 31, 2021.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of our findings from the examination of the records produced and explanations and information furnished to us and the representation made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended March 31, 2021.

We state that such compliance is neither an assurance as to the further viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Hisar
Dated: 13-05-2021

M/s. Rajesh Garg & Co.
Company Secretaries,

CS Rajesh Garg
Prop.
M. No. 5960
C.P. No. 4093
UDIN:F005960C000287111

REPORT ON CORPORATE GOVERNANCE

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE PURSUANT TO CLAUSE 10 OF PART C OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

To the Members of Jindal Stainless (Hisar) Limited

On the basis of our review and according to the records of Jindal Stainless (Hisar) Limited ("the Company") (CIN No. L27205HR2013PLC049963), we certify that none of the Directors on the Board of Directors of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.

Place: Hisar
Dated: 13-05-2021

M/s. Rajesh Garg & Co.
Company Secretaries

CS Rajesh Garg
Prop.
M. No. 5960
C.P. No. 4093
UDIN: F005960C000287120

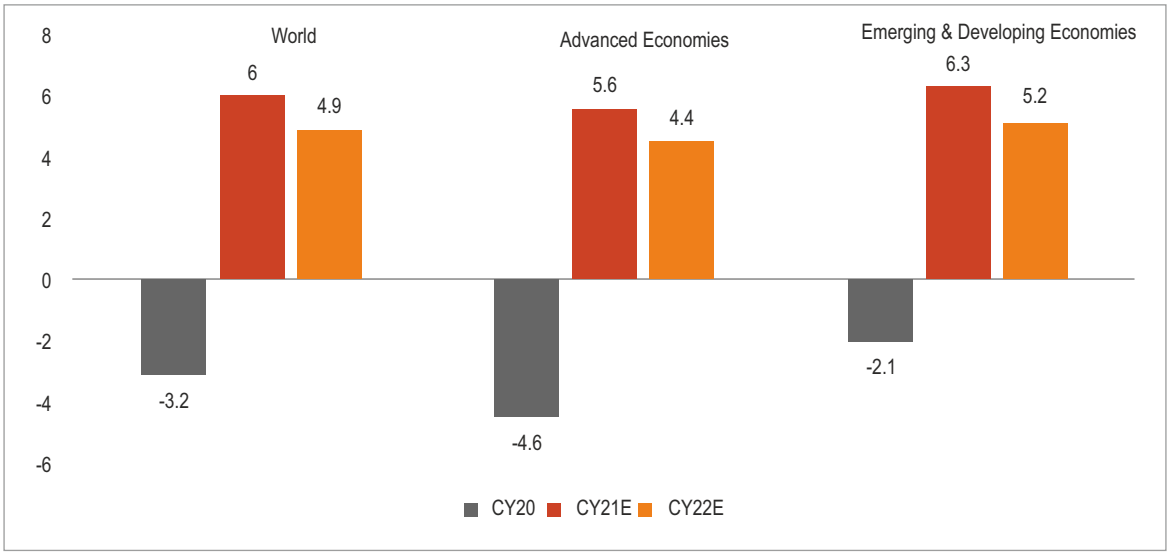
Economic overview & outlook

Global Economy

The global economy contracted by 3.3% in CY2020 primarily on account of the world wide adverse impact of COVID Pandemic. On top of that, stricter trade restrictions and geo-political uncertainties also weighed on. However, a better than expected recovery in the latter half of the year helped in the improvement of the earlier estimates.

Continuing with the recovery seen during the latter half of CY 2020, the International Monetary Fund (IMF) has projected a sharper improvement in global GDP growth rate of 6% in CY2021 in its July World Economic Outlook (WEO) update and a moderate growth rate of 4.9% in CY2022. While, the GDP growth for Advanced Economies are likely to be 5.6% and 4.4%, Emerging and developing economies are likely to grow at 6.3% and 5.2% for CY2021 and CY2022 respectively.

Global GDP Growth (in %)



Source: IMF's World Economic Outlook Update, July 2021

Indian economy

FY2021 started with unprecedented challenges induced by COVID- 19 pandemic. Nation-wide lockdown to contain the spread of the virus had a severe impact on the economic activity during the Q1FY21. The subsequent easing of lockdown along with various incentives by the centre and respective state governments, NGOs, civic bodies, etc. helped in restarting of business activities.

Recovery started gaining momentum in Q2FY21 and a rebound in economic activities was witnessed in Q3FY21 and Q4FY21. Early imposition of lockdown and maintaining it for longer duration unlike in the US and Europe, helped in containing the spread and thus faster economic recovery.

For FY2021, India's GDP contracted by ~7.3% as per the International Monetary Fund (IMF). However, in FY2022 and FY2023, India's GDP growth is likely to be one of the fastest among major economies of the World.

Indian GDP Growth (in %)



Source: IMF's World Economic Outlook Update, July 2021

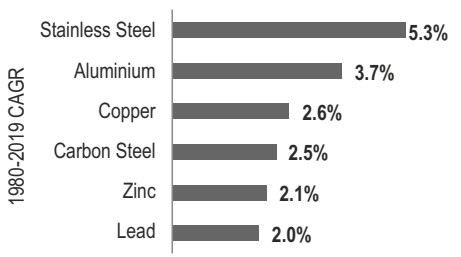
The IMF has revised India's growth projections to 9.5% in FY2022, while, FY2023 GDP growth has been projected at 8.5%.

Global Stainless Steel Scenario

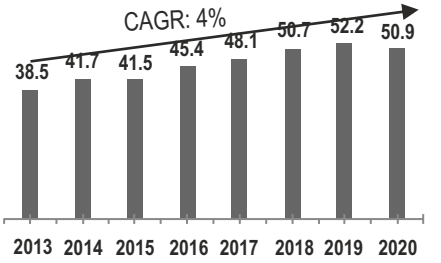
Following an increasing trend since 2015, global stainless steel melt shop production stood at 52.2 million tonnes in 2019. Affected by the COVID- 19 pandemic, global stainless steel melt shop production however fell by 2% in CY 2020 to 50.8 million tonnes registering a five-year CAGR of 4.1% according to the International Stainless Steel Forum (ISSF).

In the past two decades, stainless steel consumption has seen the strongest CAGR against other major metals such as zinc, aluminium and carbon steel. Recent steps taken by China to discourage exports augur well for the stainless steel industry in the Asia-Pacific region.

Stainless Steel emerges as fastest growing metal



Healthy growth in global stainless steel production (mn. tonnes)



Source: ISSF

Domestic Stainless Steel Scenario

There has been a significantly increased usage in various applications in automobiles, railways, process industries, and building and construction over the past few years. There has been a rise in replacement demand as well in many segments. Many new applications, where stainless steel was never used, are experimenting with stainless steel. Traditionally in India, stainless steel was primarily used for kitchenware, with some exceptions for industrial goods. India has emerged as the second-largest producer and consumer of stainless steel and is one of the fastest-growing markets globally. Average per capita consumption in India however, remains low at around 2.5 kg as against a global average of around 6.6 kg

In CY2020, as per the ISSF, India registered a total stainless steel melt shop production of 3.17 million tonnes, witnessing a decline of 19% year-on-year. This sharp decline was due to significant slowdown in economic activities on account of nationwide lockdown and other restrictions to counter the spread of COVID- 19 pandemic. However, backed by a V-shaped recovery, the demand scenario began improving from July'21 onward. . Automotive, railways, hollowware, consumer goods segments have driven the recovery to a large extent. With Government's focus on making Atmanirbhar Bharat, the stainless steel industry is likely to benefit further from demand improvement in segments like infrastructure, railways, automotive, process industry, etc.

Backed by a sound recovery in demand in all the major segments, stainless steel demand is expected to touch pre-covid levels in FY2022.

The demand from the largest end segment, viz. consumer goods is expected to remain strong in future. Further, work-from-home culture will support the industry growth, boosting stainless steel demand. Also, the share of organised players is expected to have risen in kitchenware industry, a key component of the consumer durables segment.

While the industrial activity has seen a hit over the past year, the demand from the process industry is expected to rise with schemes such as 'Atmanirbhar Bharat', Make in India, Productivity Linked Incentive as well as a revival in investment. Food processing and pharmaceutical industries are expected to remain the major end-users of stainless steel in the process industry segment.

The auto segment is expected to recover and witness higher demand for stainless steel. Also, the overall demand is expected to see a shift with an increase in intensity in the Architecture, Building & Construction (ABC) segment. Further, the government's emphasis on infrastructure modernisation would boost stainless steel demand in applications such as lifts, escalators, modular water kiosks, water ATMs, stainless steel benches, and mass rapid transit systems (MRTS).

Automobiles, railways and transport (ART): CRISIL estimates demand from the Automobile, Railway & Transport (ART) segment contributed to 10-12% of the total stainless steel demand in India. The demand for stainless steel from this segment is expected to rise significantly, with the changing consumption pattern, especially in automobiles and railways.

Growth in the ART segment will be largely driven by the automobiles segment and the rising penetration of stainless steel in railway rolling stock. Usage of stainless steel in coaches ensures safety and reliability through fire and corrosion resistance. Increasing penetration of stainless steel wagons and coaches, rising usage of the alloy in rail infrastructure, proposed station modernisation, and dedicated freight corridors (DFC) are expected to drive the demand for stainless steel from railways.

The Indian automobile industry growth will be spurred by small cars, compact utility vehicles (UVs), and two-wheelers. Due to the rise in middle-class income group and young population, it is expected that demand will grow. Within the automobile sector, two-wheelers and cars, and UVs accounted for the majority share in stainless steel demand. Collectively, these two segments accounted for 85-90% of the total stainless steel consumption in the auto sector.

With the adoption of BS-VI for stringent pollution control, stainless steel in Automobiles is extensively being used in BSVI compliant exhaust systems with its weight increasing from ~20 kg to ~30 kg in commercial vehicles. Also, ferritic grades such

as 409L, 436L, 439, 432, 441, and 444 are ideal for BS-VI-compliant exhaust systems owing to their resistance to heat, oxidation, and corrosion. Additionally, the introduction of the vehicle scrappage policy is also expected to boost stainless steel demand in the automobile sector.

Architectural, building & construction (ABC): The architectural, building & construction (ABC) segment is estimated to have accounted for 10-12% of the country's total stainless steel demand.

The rebound in this segment post the covid impact is expected to be highest compared to other segments backed by large infrastructure spending announced by the government. This segment's growth will be largely driven by airport infra, water supply and sanitation (WSS), MRTS, and commercial complexes.

Stainless steel usage is also growing in metro station infrastructure. Metro stations in Delhi have used stainless steel in several applications such as claddings, handrails, ticket vending machines, canopies, bicycle stands, barriers, chairs and benches, manholes, elevators, and signage. Thus, increasing investment in MRTS and metro rail projects will propel the demand for stainless steel in the country.

The government is taking measures to improve the safety of passengers and expand the network as part of railway modernisation efforts. In fiscal 2019, several railway stations including New Delhi railway station, Jaipur Junction, Lonavala station, and Haridwar Junction were modernised and redeveloped (with various features such as lifts, escalators, modular water kiosks, water ATMs, and stainless steel benches, etc) to transform them into world-class airport-standard stations. All these initiatives are expected to boost stainless steel demand.

The first stainless steel foot over bridge is being constructed at Bhayandar station in Mumbai. Going forward, stainless steel is being evaluated as a key construction material for both foot over bridges (FOBs) and road over bridges (ROBs) to improve the safety and quality of bridges.

Process industry: The process industry segment accounts for 12-15% of the total stainless steel demand in India. Increasing awareness about the benefits of stainless steel has led to a substantial increase in its usage in the process industry. Within the segment, the pharmaceutical industries, food processing, and Dairy are the major end-users of stainless steel apart from petroleum, oil & gas, and desalination plants.

In the pharma equipment industry, 80-90% of stainless steel is used in medicine-making machinery and equipment. The pandemic has pushed up sales of medicines and resulted in exponential growth for the pharmaceutical industry which would eventually support the stainless steel demand.

In the food processing industry, it is estimated that processing machinery and equipment consume over 90% of stainless steel. Stainless steel is used in the parts directly in contact with food, whereas mild steel is used in the support parts of food processing machines. The dairy and food industries are concerned with the reliability of equipment and product purity. To achieve these, stainless steel is often the economical and practical material of choice for process equipment.

Consumer goods: The stainless steel demand from the consumer goods segment (comprising kitchenware and consumer durables) contributes 57-58% to the overall stainless steel demand.

The increasing population and number of households (especially urban), rising disposable income, developing middle class, growing awareness, easier access, urbanisation, and nuclearisation will drive consumer goods demand in the future. Kitchenware accounts for a majority of the segmental demand in the consumer durables segment. Stainless steel is preferred for making kitchenware, as it is corrosion-resistant, hardwearing, extremely hygienic, recyclable, and provides contamination-free cooking and storing.

The 200 series is the common grade used in kitchenware applications due to lower price points. Of lately the rising trend towards utilization of non-stick cookware might further result in demand push towards 400 series as well especially grade 430.

Further, increasing penetration of consumer durables, especially in the rural areas with the government's focus on rural electrification, in tandem with sustained economic recovery would boost demand in the segment.

Company Overview

Jindal Stainless (Hisar) Limited (JSHL) is one of India's largest stainless steel specialty manufacturers with a diverse portfolio of value-added products. Over the years, the Company has gradually grown to become a brand known for exporting quality products to other countries at a premium.

JSHL's products are used in various applications ranging from kitchenware & lifestyle to industrial & process engineering sectors. The dedicated R&D division of the Company has enabled JSHL to foray into the development of innovative high-value specialty products. Today, JSHL is the largest producer of stainless steel strips for razor blades worldwide and is the largest coin blanks producer in India. JSHL also commercially manufactures high nitrogen steel (HNS) used in the defence sector.

JSHL's stainless steel plant is located at Hisar, Haryana. The complex has a total stainless steel melt capacity of 800,000 tonnes per annum (TPA). JSHL creates exclusive stainless steel lifestyle products with a wide distribution channel and a strong retail presence.

Facilities (Hisar Plant)	Unit	Capacity
SMS Melting	TPA	800,000
Hot Rolling – Steckel	TPA	720,000
HR – Tandem Strip Mill	TPA	250,000
HRAP & Plates Finishing	TPA	175,000
Cold Rolling	TPA	375,000
Specialty Products Division	TPA	30,000
Coin Blanks	TPA	10,000
Facilities (Vizag Plant)	**Unit**	**Capacity**
Ferro Alloys	MT	40,000



Superior positioning in Specialty Products

Over the years, JSHL has built significant expertise in providing stainless steel for various applications like Precision Strips, Blades, Coin blanks, etc. Apart from being the world's largest producer of stainless steel strips for razor blades, the Company is also India's largest producer of coin blanks. As of today, the Company is supplying to major mints of various countries including Finland, Netherlands, and Brazil. In India, the Company is currently catering to the requirements of 5, 10, and 20 coins. JSHL is also the first Company in India to commercially manufacture high nitrogen steel (HNS) for application in the defence sector.

JSHL is also present in the B2C segment through its subsidiary, JSL Lifestyle Limited with well-known brands like 'Arttd'inox', and 'ARC'. JSL Lifestyle Ltd. works as a catalyst amongst designers, architects, fabricators and other professionals to provide a range of technical support services and produces a wide range of stainless steel products available worldwide. JSHL's other subsidiary; Jindal Stainless Steelway Limited offers customized just-in-time services like slitting, cut–to–length, polishing, etc.

JSHL remains at the forefront of new-age application development and continues to focus on improving its product mix by emphasizing its speciality products.

Strong emphasis on R&D

Over the years, JSHL has demonstrated a keenness to integrate technological innovations into its operations. JSHL has been the frontrunner in raising the benchmark across the domestic stainless steel landscape and investing in cutting-edge equipment and adopting new procedures. The dedicated R&D division of JSHL helps to continuously innovate and develop high-value specialty products. The team closely interacts with reputed national and international laboratories/scientific institutions/Universities to avail expert services & knowledge for critical investigations.

The strong R&D expertise of the Company has also enabled it to consistently increase value in its existing products and processes. It has also enabled the Company to build a strong presence in the manufacturing category of specialty steel for the Defence segment. JSHL's technological competencies help in maintaining its strong leadership position in the stainless steel industry.

Strengthened foray into Defense and Aerospace

The Company has been continuously strengthening its foray into Defence and Aerospace segment and working to develop and supply special alloys for various strategic applications viz. Submarine Rocket Launchers, Armoured Vehicles, Mine Trawls etc. Going ahead, JSHL intends to undertake necessary initiatives to further increase its offerings into the Defence and Aerospace space.

Opportunities



Healthy demand outlook

Along with the steady growth in automotive, process industries, white goods, healthcare construction, and infrastructure, stainless steel is emerging as the material of choice for many new-age applications and for replacing other materials in many applications. The introduction of the life cycle cost concept has been helping the stainless steel demand further. Various initiatives by the Government to push infrastructure have been promising for strong stainless steel demand in India going forward.

The Indian Railways contributes to a significant share in the country's total demand for stainless steel. Usage of stainless steel in coaches ensures safety and reliability through fire and corrosion resistance. The Indian Railways has completely switched to LHB coaches which have stainless steel shells. Utilization of stainless steel is expected to increase for building rail wagons and the superstructure of freight cars as more DFCs become operational. Following the success of Delhi Metro, several metro projects have been launched across the country. Currently, there are eight operational metro systems in India, with more than 324 km of metro lines. Metro coaches present a whole new avenue for stainless steel railcars as they are unpainted and made of austenitic stainless steel. Going forward, stainless steel is being evaluated as a key construction material for both foot over bridges (FOBs) and road over bridges (ROBs) to improve the safety and quality of bridges.

Policy initiatives e.g. implementation of the BSVI norms, introduction of vehicle scrappage policy and replacement demand in many segments will keep stainless steel demand strong in India. The pandemic has pushed up sales of medicines and resulted in exponential growth for the pharmaceutical industry, which is likely to result in strong demand for stainless steel, due to its inherently hygienic properties. Hospital beds, isolation chambers, modular toilets and several other applications of stainless steel are expected to get impetus in the coming years.

JSHL's wide product range with a superior position in specialty products makes it well placed to capture the demand growth in the stainless steel industry.

Diversified range of product applications

Traditionally, stainless steel was primarily used for kitchenware, with some exceptions for industrial goods. However, there has been increased usage in various applications in automobiles, railways, process industries, and building and construction over the past few years.

The country's flat stainless steel demand is supported by key end-consuming sectors such as process industries and consumer durables and the ART segment. Although the ABC segment holds the lowest share in demand, new-age applications are expected to improve this over the long term.

JSHL enjoys a dominant position in the market in the value-added segment. Specialty Product Division (SPD) of the Company has a diversified product portfolio of precision strips, razor blade and coin blanks. JSHL is the world's largest producer of stainless steel strips for razor blade and is India's largest producer of coin blanks, also serving the need for international mints.

Over the years, JSHL has widened its product offerings to have a diversified product portfolio and insulated itself from any slowdown in a particular product or category to de-risk itself.

Today, JSHL has a broad product portfolio with a wide range of stainless steel products across all applications. It has cutting-edge technology that enables it to produce various grades of stainless steel with different specifications relating to width, thickness, finish and weight, based on the customer's precise specifications. JSHL has a superior product portfolio which enables itself to leverage its presence across verticals to deliver above industry average growth rates.

Extensive Reach and Scale

JSHL, being a dominant pan-India player in the domestic market, has a wide network with multiple touchpoints that enable its customers to avail the best of its services. The Company has a well-equipped manufacturing facility at Hisar, Haryana, and at Visakhapatnam, Andhra Pradesh. Alongside these, the Company has 10 sales offices spread across the country.

Globally, the Company has extensive reach with 12 International sales/representative offices spread across US, EU, United Arab Emirates, Russia, and Vietnam. JSHL's distribution network of sales offices and service centres drives efficient functioning of its inventory, providing better services to domestic and international customers and obtaining necessary customer feedback to provide more personalized products.

Strong Marketing and Branding initiatives

Over the years, the Company has consistently undertaken several notable marketing initiatives, which have enabled it to substantially improve JSHL's brand salience and its overall market share. The Corporate Marketing Department of the Company has been consistently making persistent efforts in strengthening the demand ecosystem for stainless steel. Some of the recent notable marketing initiatives undertaken by the Company are mentioned below:

I. Skill India – JSHL conducted programs under Skill India initiative. Under this, fabricator training programs in multiple cities were undertaken. A request was initiated with the help of Indian Stainless Steel Development Association (ISSDA) for allocation of funds from National Skill Development Corporation for these programs.

II. Exhibitions: JSHL participated as a Diamond Sponsor in Innorail 2020 Digital Exhibition, conducted by CII through a virtual platform, starting 15th December 2020 till 14th January 2021.

III. Channel Partners Training Programs: JSHL also conducted programs for channel partners. Web sessions were conducted with Channel Partners & P&T Partners and technical information on stainless steel, best fabrication techniques and stainless steel applications in key industries were discussed.

IV. Business Development – JSHL pursued the following key business development activities in commercialization of Stainless Steel E-Rickshaws. Several programs were conducted for EV Rickshaw manufacturers inviting them to understand the benefits of stainless steel used in EV Rickshaw. More than 50 manufacturers have started making EV Rickshaws in stainless steel and 10+ manufacturers have developed complete EV Rickshaws in stainless steel. Use of stainless steel is also being extended in development of Garbage Vans & Vegetable Carts.

V. BIS Standards- Jindal Stainless is working on developing 18 BIS Standards in food processing Industry. As this industry is unorganized, scattered and manufacturers/ users buy a small quantity of stainless steel from channel partners and other distributors, it is difficult to reach them directly. Standards will help in providing references to manufacturers and in turn, will contribute to increasing per capita consumption of stainless steel. 8 Draft standards were submitted to the committee for review in FY Q421; we expect these standards to be finalized by BIS in FY 21-22.

VI. Industrial Grating- Samples are being developed for Industrial Grating with the help of Indiana Gratings and is expected to be complete in Q-I, 2021-22. Trials will be completed in Q1 of 21-22 and will be proposed in place of GI Gratings.

VII. Electric Poles- As a pilot project, stainless steel electric poles were installed in Mumbai. While Poles are being tested and tried in a corrosive atmosphere of Mumbai, in parallel, the initiation of development of BIS Standard for Electric Poles has begun to help spread the use of stainless steel in Electric Poles in other Municipal Corporations.

VIII. Institutes Elective Courses- Regular classes were conducted for students of 6 leading engineering institutes about stainless steel and its best fabrication practices, under the Company's Stainless Academy initiative.

The consistent and innovative marketing efforts of the Company have been successful in attracting substantial interest and demand for JSHL's offerings. Going ahead, JSHL will continue to various marketing development activities to build brand fondness, loyalty and purchase of JSHL's stainless-steel offerings through potential business and existing consumers alike.

Government Announcements impacting stainless steel sector

The government recently announced a vehicle scrappage policy that is likely to benefit the stainless steelmakers. This will help in increased availability of scrap from domestic scrapping facilities, reduce import dependency on scrap and curtail the import bill. This will aid in the reduction of lead time and will provide flexibility on supply side.

In the Union Budget 2021-22, the Government had temporarily reduced import duty on scrap (stainless steel, mild steel and copper). This augurs well for scrap-based players in India, where scrap generation is very low.

Further, significant push on infrastructure including an emphasis on the development of metro rail projects, modernization of Railway infrastructure in different parts of the country and ports through PPP mode is encouraging.

Threats

JSHL is committed to recognizing and managing the risks it is exposed to and has put in place mechanisms to handle the same. The Company's management systems, organizational structures, processes, standards, and code of conduct together form its internal control systems, which govern how it conducts its business and manages all associated risks.

The business of the Company is susceptible to certain risks and uncertainties arising out of the following macroeconomic factors:

Political, legal and regulatory risks

There exists a possibility of a change in the overall duty structure on key raw materials/finished goods by the Government. Further, the Company has been exporting its products to many countries across the globe which has varying degrees of political and commercial stability. Any instability in such countries could impact the Company and pose a challenge to its overall performance.

Disruption Risks

The Company operates in a global environment and can be affected by the general unprecedented crises like the outbreak of Covid-19 pandemic. This crisis has severely impacted economic activity across the globe. The manufacturing industry globally has been under stress as the supply chain was disrupted with restrictions on movement of goods and growing market uncertainty. The pandemic also resulted in sharp volatility in raw material prices and disrupted the domestic and international demand for stainless steel.

Rising Stainless steel imports from FTA countries

Change in the demand-supply scenario can cause disruptions in the global market which could have an adverse effect on the Company's overall performance. Higher production in ASEAN countries including China and Indonesia could pose a threat to the outlook of the domestic industry. The Indian stainless steel manufacturers have been exposed to a threat of increased dumping of irrationally priced imports after the government temporarily suspended anti-dumping & countervailing duty on stainless steel imports. This scenario of rising imports from China and FTA nations into the country could pose a threat to domestic industry. This scenario could lead to a steep increase in channel inventories which would severely impact the overall pricing in the Indian market and have an adverse impact on the Company's performance.

The Union Budget 21-22 has revoked anti-dumping & countervailing duty on stainless steel imports which is expected to result in an increase in imports from China and Indonesia and distort the domestic stainless steel industry. The suspension of duties will undermine domestic manufacturing and impact the 'Make in India' campaign. It may overall impact the employment generation in the country and may push the industry into financial stress.

Price Volatility in key raw-materials

The Company is exposed to price changes to some of its key raw materials. Company has worked extensively to reduce the lead times & thereby exposure but some level of risk remains. The volatility in these materials could have some impact on the Company's financial performance in the short run.

Financial Risks

The Company's debt servicing capabilities could get affected due to major volatility in financial markets and in a changing interest rate scenario. Further, the Company is also exposed to currency risks arising due to a considerable amount of import and export of goods it undertakes.

Risk Mitigation

To mitigate the negative impact caused due to the COVID-19 pandemic, the Company has taken various initiatives. JSHL has also been closely monitoring the external environment and optimizing operations to align with the market conditions.

JSHL continues to undertake modernization programs to maintain efficient operations of its products and engineering activities. The Company ensures that a majority of the products are contracted with pass-through clauses thereby minimising adverse impact from raw material price fluctuation. Consistent focus on value-added products also helps it in being insulated to a great extent from fluctuations in commodity prices.

Healthy cash flow generation and prudent financial management helped the Company in reducing the overall debt substantially. JSHL is confident of maintaining its consistent focus on a strong balance sheet.

The Company has also been working closely with the Indian Government and other regulatory authorities on the issue of unabated dumping which has been happening in the country. JSHL is confident that the Indian Government will proactively review all the issues relating to that and take necessary action to provide the level-playing field to the domestic industry.

Key Milestones achieved during FY21

Merger with Jindal Stainless Limited ("JSL") announced

JSHL Board approved the merger of JSHL into JSL with a swap ratio of 1: 1.95. For each share held in JSHL, a shareholder will get 1.95 shares of JSL. The appointed date for the deal is April 1, 2020 and it is likely to conclude in H2FY22.

Key rationale of the merger:

Creating one of the largest Stainless Steel manufacturers in the world

- JSL, as an Indian MNC, to enter the league of top 10 global stainless steel producers*
- Consolidation of stainless steel business into one entity with a total capacity of 1.9MTPA

Product Diversity with 360-degree reach and customer-centricity

- Best of both worlds: Narrow/ Wider width, >120 grades coupled with value-added specialties (razor blade, coin blanks, precision strips)
- A one-stop-shop: Seamless integration of high volumes and niche offerings, catering to ever-growing demand from

(Source: SMR. 2019 estimates)

ABC, ART and SPD segments

- Single window for sales and after-sales service, enhanced customer satisfaction and engagement
- Stronger global footprint and an extensive pan-India network to further bolster 'Just-in-Time' approach

Consolidation of complementing Strengths

- Consolidation of modern 'state of the art' technology with experienced talent and R&D
- Enhanced operational synergy: JSL's port and raw material proximity, international finishing capabilities coupled with JSHL's strategically located facility in key domestic consumption centers
- Reinvestment opportunity for growth by leveraging ready infrastructure for cost-effective brownfield expansions
- Higher efficiencies with a single listed entity

Stronger financial position

- Simplified capital structure along with the elimination of cross-holding and inter company balances
- Stronger balance sheet and leverage ratios; Improving financial flexibility
- Unlocking value for all the stakeholders

Upgrade in credit ratings

Based on a healthy liquidity position, debt reduction plan, and proposed merger synergies, long-term credit facilities of JSHL were assigned IND A/RWE rating by India Ratings and Research (Ind-Ra). JSHL's short-term credit facilities were assigned IND A/RWE/INDA1 by the agency.

Performance Highlights – FY2021 vs. FY2020

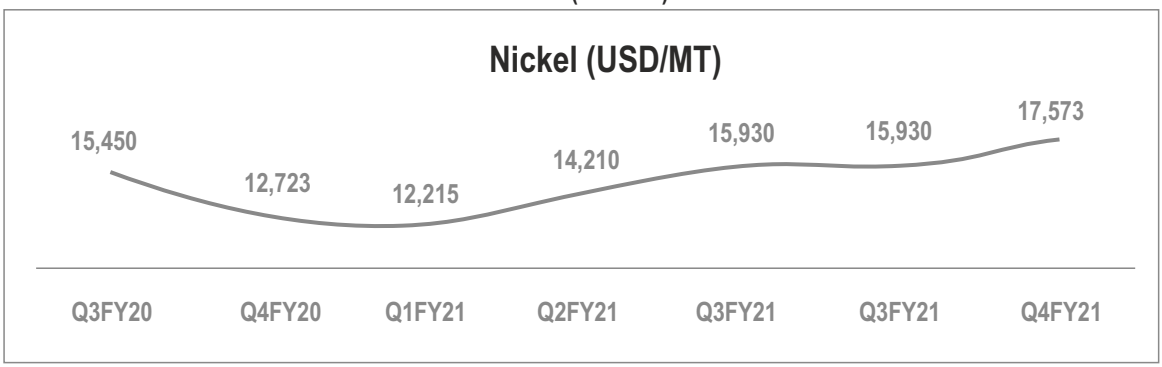
	Standalone			Consolidated		
Particulars (₹in crore)	**FY 2021**	**FY 2020**	***YoY (%)***	**FY 2021**	**FY 2020**	**YoY (%)**
Net Revenue from operations	**8399.7**	8,339.69	1%	**9400.29**	9,379.00	0%
Total Expenditure	**7397.13**	7477.92	-1%	**8273.25**	8443.83	-2%
EBITDA	***1002.57***	*861.77*	*16%*	***1127.04***	*935.17*	21%
Other Income	**95.26**	97.88	-3%	**107.22**	132.86	-19%
Finance Cost	**235.71**	303.64	-22%	**250.94**	322.77	-22%
Depreciation	**265.89**	273.16	-3%	**290.38**	294.58	-1%
PBT	**636.3**	401.56	58%	**880.08**	496.69	77%
Tax	**158.52**	81.23	95%	**184.48**	95.91	92%
PAT	**477.78**	320.33	49%	**695.6**	400.78	74%
EPS (Diluted) in ₹	**20.25**	13.58	49%	**29.4**	16.65	77%

The standalone net revenue from operations stood at ₹ 8,399.7crore in FY2021 as compared to ₹ 8,339.7 crore during previous year 2019-20. The sales volumes stood at 576,631 metric tonnes, registering a year-on-year decline of 4% as strong demand recovery in the second half could offset most of the adverse impacts of COVID-19 pandemic seen during the first half. The demand from auto and utensils segment was also subdued during the period. The Company reported 4% year-on-year growth in its Specialty Products division during the year.

Standalone EBITDA stood at ₹ 1,002.57 crore as compared to ₹ 861.77 crore during previous year, showing a growth of 16%. During FY20, interest cost declined by 22% to ₹ 235.71 crore. With strong operational performance, PAT grew by 49% during the year to ₹ 477.78 crore. EPS for the year was₹ 20.25 against ₹ 13.58 for the previous year.

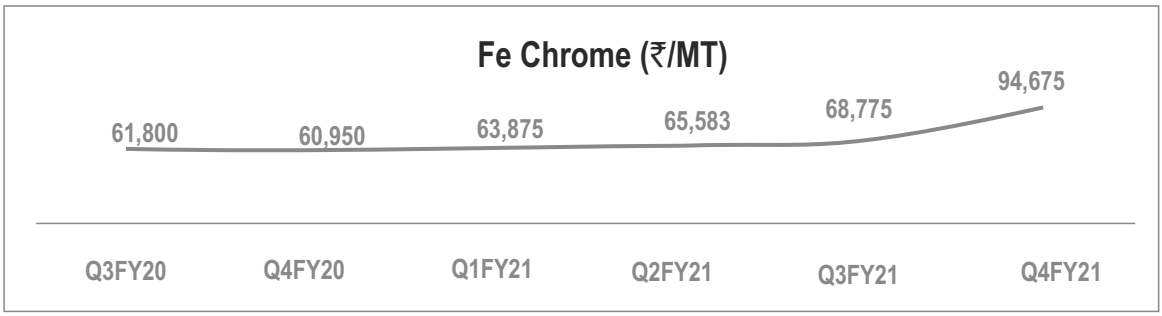
Key Raw Materials – Price Trends

Nickel (USD/MT)



Note: Average quarterly prices; Source: LME

Fe Chrome (₹/ton)



Note: Average quarterly prices; Source: Steel Mint

Description – Borrowings (₹ in crore)	As on March 2021	As on March 2020	As on March 2019
Long term debt	**1250**	1,929	2,109
Short term borrowing (less than 12 months)	127	90	72
Total Debt	**1376**	**2,019**	**2,181**
Cash & Bank Balance	8	19	19
Net Debt	**1368**	**2,000**	**2,162**
Long term debt			
Long Term Debt Breakup:			
₹Debt	1250	1,929	2,109
Foreign Currency Debt			

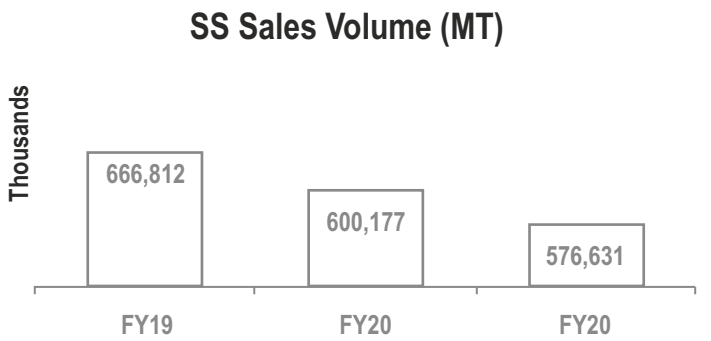
Borrowings (Subsidiaries) (₹ in crore)	As on March 2021	As on March 2020	As on March 2019
Long term debt	41	33	52
Short term borrowing (less than 12 months)	64	129	134
Total	**104**	**162**	**185**

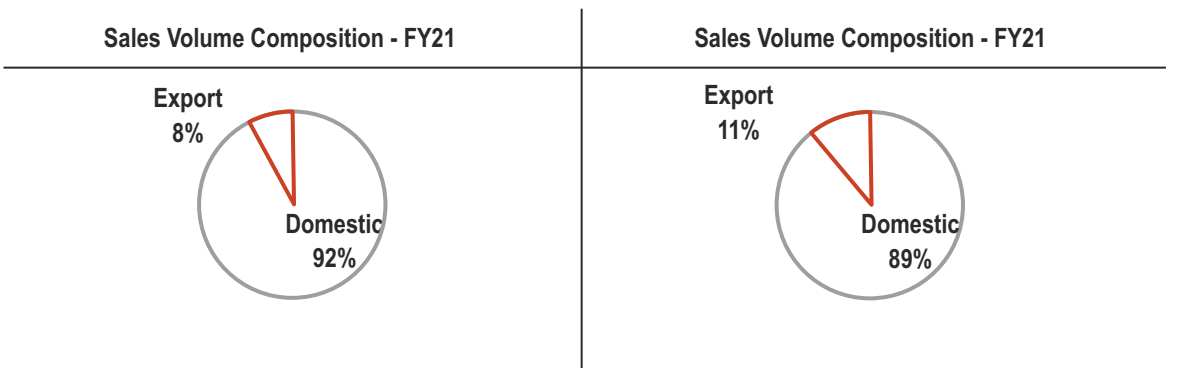
On a standalone basis, JSHL's net debt stood at ₹1368 crore as of 31st March 2021. This is lower by ₹ 794 Crore since FY2019. On the back of healthy cash flows, the Company has been able to strengthen its balance sheet as its Net Debt/Equity ratio has improved from 1.4x in FY19 to 0.6x in FY21 and Net Debt/ EBITDA ratio improved from 2.4x in FY19 to 1.4x in FY21. Despite challenges, the company reduced its total debt by ₹ 643 crore during the year to ₹1376 crore.

Key Financial Ratios

Key Financial Ratios - Standalone	FY21	FY20	FY19
EBITDA margin (%)	11.9%	10.3%	10.0%
PAT Margin (%)	5.7%	3.8%	2.9%
Net Debt to Equity	0.6	1.1	1.4
Net Debt to EBITDA	1.4	2.3	2.4
Return on Equity (%)	23.0%	19.1%	18.9%
Return on Capital employed (%)	19.8%	15.6%	16.8%
Debtors Turnover	11.7	11.5	11.0
Inventory Turnover	5.4	5.7	5.9
Interest Coverage Ratio	4.7	3.2	2.9
Current Ratio	1.1	1.1	1.0

* *Net Debt to Equity is calculated as Total Debt less Cash and Bank Balance / Equity*
* *Net Debt to EBITDA is calculated as Total Debt less Cash and Bank Balance / EBITDA*
* *ROE (%) is calculated as PAT / Avg. Networth*
* *ROCE (%) is calculated as Earning before Depreciation, Interest & Tax/Avg. Capital employed*
* *Inventory Turnover is calculated as COGS including employee cost, manufacturing & Admin Expenses and depreciation /Avg. Inventories*
* *Debtors Turnover is calculated as Sales /Avg. Account Receivable*
* *Interest Coverage Ratio is calculated as Earning before Depreciation, Interest, Tax & Exceptional Items / Finance cost*
* *Current Ratio is calculated as Current Asset /Current Liabilities*





Despite pandemic-related challenges, JSHL's sales volume was recorded at 576,631 tonnes in FY21. JSHL's consolidated revenue from operations stood at ₹ 9,400 crore as compared to ₹ 9379 crore. Consolidated EBITDA stood at ₹ 1135 crore in FY2021 as compared to ₹ 935 crore in FY2020. PAT for the year stood at ₹ 703 crore as compared to ₹ 407 crore during previous year. EPS for the year was ₹ 29.4 against ₹ 16.65 for the previous year.

Awards and Accolades – FY21

International Safety Award 2021 from British Safety Council.

Best Health Practices (Large) at Environment, Health & Safety Practices Competition 2020 by CII

National Award for Excellence in Energy Management 2020

First prize in the State Level Energy Conservation Awards under Industries category

The Energy & Environment Foundation Global Environment Award in Platinum Category

2nd Runner up (Large) under Best Implementation of ISO 50001 by CII

10 Par-Excellence Awards at National level CII Quality Circle Competition 2020

26 Gold and 9 Silver Awards at Chapter Convention on Quality Concepts (CCQC) 2020

Integrated Management Systems

Quality & Quality Management Systems

Quality Management System (ISO 9001:2015)

Jindal Stainless (Hisar) Limited is driven to deliver quality - from the way they operate to the customer service standards they establish and the products they deliver. To achieve this, JSHL has adopted the internationally recognized quality management system (ISO 9001) that not only ensures that the customer's requirements are fulfilled across each stage of processing but also aids the organizations to compete globally both in product and process quality. As a part of its approach towards manufacturing excellence under the ISO 9001 regime, JSHL has also upgraded its QMS to comply with the requirements of ISO 9001:2015. The results range from improved consistency in operations to improved customer satisfaction to international recognition.

Environmental Management System (ISO 14001:2015)

JSHL's commitment towards a sustainable and green environment has been demonstrated by ISO 14001 certification. Through ISO 14001:2015 implementation, JSHL demonstrates its intent of being a better corporate citizen, have reduced wastes, have proper utilization of resources, and have improved upon its carbon footprint as well.

Occupation Health and Safety Management System (ISO 45001)

JSHL is an ISO 45001 certified organization that demonstrates its commitment to instigate proper and effective management of health & safety in the workplace, thus minimizing the risks to its workforce and visitors or external contractors on their premises. Cost savings and a reduction in accidents are just two of the many benefits accrued.

PED, AD 2000 W0, CPR, Norsok & NABL

Besides being an Integrated Management System (ISO 9001, ISO 14001 & ISO 45001) organization, the products of Jindal Stainless (Hisar) Limited are also certified for Pressure Equipment Directive (PED-2014/68/EU), AD 2000 W0, Construction Product Regulation (0045-CPD-0896, also known as CE marking and the most recently acquired Norsok M-650 certification for Duplex Stainless Steel. These certifications demonstrate the capability of our product to meet the stringent requirements of the European Union for Pressurized Vessel applications like boilers, pressure vessels, valves etc. and for being used in Architecture, Building and Construction (ABC) Sector and oil & gas sector. Recently, the product portfolio for the PED and AD certifications has been upgraded to include Long Products as well.

Another feather in JSHL's crown is the NABL accreditation for the Chemical and Mechanical labs. NABL accreditation

demonstrates JSHL's technical competence in the field of chemical testing, raises customer confidence in the test results issued by the laboratory with universal acceptability in the open market which provides greater access for their products, in both domestic and international markets

Environment, Safety and Fire

JSHL is committed to promoting and protecting the health, safety and well-being of our people. Our vision is to create a healthy and safest workplace and Zero harm culture. Health, safety and Environment is a key performance indicator and one of the prime drivers of the Company's corporate vision. Relevant stakeholders participate in the management of the change process. Mental health and wellbeing of employees are monitored periodically.

In an Endeavour to achieve Vision "zero incident" in Health, Environment & Safety several new initiatives were implemented for enhancement of skill and awareness at all levels among employees

Monthly Safety Campaigns have been arranged on various topic based on Risk assessment and category of Incident happened earlier. Our training programs and safety initiatives are based on root cause analysis of Incidents as well as anticipated risk associated with job. JSHL has strengthened selection criteria of contractors and their safety performance is kept on top of over other criteria of selection. Method of statement is made mandatory for all contractors and critical Jobs to meet our safety standard.

Due to online safety portal for Near miss and Nodal officer compliances have become more effective resultant in increase in capturing of Near-miss & other safety observations. JSHL has assessed all Critical risks, disaster conditions and in line with it, and have strengthened our Emergency management system. JSHL is periodically conducting mock drills taking consideration into all potential risks of disaster.

JSHL has focused safety program on Inspection and audits, using internal and external benchmarking to drive health and safety improvements; Behavior safety, raising awareness of safety issues and reinforce it consistently with employees via regular communication through EHS leader meetings, safety briefings, Nodal officers, Safety committees, etc.

Our powerful approach encompassing leadership, organization and operational components that guide organizations on a journey to zero injuries and incidents are strong and visible management commitment, Line management accountability and responsibility, Supportive SHE personnel, High standards of procedures and performance, Continuous training and development, Effective two-way communication, Progressive motivation and awareness, Behavior and observations and EHS audits and incident management.

To make safety system effective, 35 safety training topics were covered by Safety officers in 603 sessions. 401 EHS audits were carried out by Safety officers as per guidelines of BIS 14489 for identification of unsafe acts & conditions and legal compliance. Due to on line safety portal for Near miss and Nodal officer compliances have become more effective resultant in increase in capturing of Near miss & unsafe condition were 14617, NDO observations are 2590. 104 Mock drills were carried out to assess emergency preparedness of plant.

Safety is a Core Value and the Company today has a single safety philosophy: All incidents are preventable and the Goal is Zero.

Environment

In the pursuit of Excellence in a sustainable environment, Jindal Stainless (Hisar) Limited (JSHL), Hisar has taken various measures towards environment protection by way of efficient use of all key resources through its effective management, technological advancement and sound environmentally workforce for up-gradation of Integrated Management System (IMS) that includes ISO 9001: 2015 for Quality Management System (QMS), ISO 14001:2015 for Environment Management System (EMS) and OHSAS 18001:2007 for Occupational Health & Safety Management System in line with the requirement.

Environment Surveillance monitoring of Air quality (ambient air and stack), Water Quality, and Noise at various locations is being regularly carried out. 8 nos. of PTZ Camera has been installed at various locations inside plant for round the clock supervision of Process emission and 2 nos IP Based PTZ camera has been installed at ETP plants. Various environmental measures have been taken to control Air Pollution. The fume extraction system is updated for steel melting shops.

JSHL is committed towards sustainable clean and green environment with compliance to all statutory obligations.

COVID initiatives

- Daily Liquid Medical Oxygen(LMO) dispatch of ~10 tonnes to Haryana, Delhi-NCR region
- OP Jindal Modern School in Hisar was converted into an emergency COVID hospital by the state government. This 500-bed COVID hospital was completed in a record time of two weeks. All 500 beds are equipped with oxygen supplied by JSHL. As per the protocol, an oxygen supply of 7.14 litres per bed/minute is being maintained at all times.
- Through its 580-bedded multi super-specialty hospital in Hisar, Jindal Institute of Medical Sciences, the Company has been actively fighting the pandemic since last year. 200 oxygen beds dedicated for COVID patients including isolations wards, screening units, telephonic consultations, 150 ICU beds, 60 ventilators, and several other facilities are activated to their maximum capacity to help patients.
- We also facilitated the supply of 75 ventilators to the state governments of Haryana.
- Constitution of COVID 19 Taskforce team to ensure implementation of the Guidelines. Regular sanitization across plant/ employee colonies and entire facilities, strict compliance of PPE's, Health examination and scanning for ill health.
- Occupational Health Centres (OHCs) converted for screening suspected patients.
- JSHL is supporting inoculation drives for all its employees and their families across various locations for COVID.

Human Resource

Employee care is woven into the fabric of your Company. At JSHL, employees are the most valuable asset. JSHL consistently acknowledges the efforts of our best-performing and value-aligned employees through our reward and recognition schemes. JSHL has embracing digitisation and creating an environment that enhances competency, capability and work efficiency. The Company achieved 15,948 human days of training with 22,281 participants during the year.

JSHL is fuelled by its capable and talented human power with unique skill-sets which are specialised to work in the rigorous manufacturing unit environment. This year, talent pool inducted 97 employees including 10 PGETs, 25 GETs and 19 DETs from IITs, NITs and other renowned engineering colleges. For the smooth on-boarding of GETs and PGETs, ARISE 2020 induction programme was organised. Similarly, UDAAN 2020 was launched for DETs.

Along with industrial trainings, JSHL also organised programmes that helped in the 360-degree development of our employees. The focus areas for employee trainings included Functional, Operational Excellence, Behavioral, Compliance and Wellness. To introduce fresh ideas and ensure seamless implementation of recommendations and key insights received from ideation exercises for improvement in business processes, cross-functional teams were formulated and joint practice sessions were held.

As part of experiential learning, your Company continued to encourage the participation of employees in seminars and conferences which were mostly through virtual mode. Our teams participated and won laurels for the Company in the 20th National Supervisory Skills competition, National Digitech Symposium 2020, and 13th CII National Competitiveness and Cluster Summit.

JSHL organised vaccination camps for employees and their families as per government guidelines and introduced a policy to support the families of the employees that we lost to COVID. The Human Resources team of your Company is resolute on its commitment to the welfare of the employees.

Way Forward

A major emphasis is being laid on the development of new applications through Business development activities and an ecosystem is being developed to facilitate the use of stainless steel. With the development of BIS Standards, product references will be available in the Industry to facilitate use of stainless steel in various food processing equipment. Secondly, implementation of Skill India program will help in improving skills of fabricators on a mass scale basis thereby making skilled people available in the Industry for fabricating many more products in stainless steel. As the market leader, Organization is committed to increasing awareness of stainless steel.

JSHL continues to enhance its focus on better product mix with a higher proportion of Specialty Products in its portfolio. Merger with JSL will help in consolidation of complementing strengths with stronger financial positioning.

FORWARD-LOOKING STATEMENT

This Annual Report includes forward-looking statements regarding guidance, industry prospects, or future results of operations or financial position. We use words such as anticipates, believes, expects, future, intends, and similar expressions to identify forward-looking statements. Forward looking statements reflect management's current expectations and are inherently uncertain. Actual results could differ materially for a variety of reasons, including, among others, fluctuations in foreign exchange rates, changes in global economic conditions and customer spending, world events and the rate of growth among others. The Company assumes no responsibility to amend, modify or revise any such statements. The Company disclaims any obligation to update these forward-looking statements except as may be required by law.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF JINDAL STAINLESS (HISAR) LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of JINDAL STAINLESS (HISAR) LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information in which are included the Return for the year ended on the date audited by the branch auditors of the Company's branch located at Kothavalasa in Vizianagaram district, Andhra Pradesh. (herein after referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit (including Other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements for the year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report:-

Description of Key Audit Matters	How our audit addressed the Key Audit Matters
Contingent liabilities The Company faces a number of actual legal and regulatory proceedings. The determination of the provision and/or the level of disclosure required involves a high degree of judgement resulting in provisions and contingent liabilities being considered as a key audit matter.	We evaluated the design and tested operating effectiveness of controls in respect of determination of the contingencies. We determined that the operation of the controls provided to us with evidence over the completeness, accuracy and valuation of the guarantees by an independent valuer; We read the summary of litigation matters provided by management and held discussions with Company's legal department/advisors and read

Description of Key Audit Matters	How our audit addressed the Key Audit Matters
	determinations and judgment's made by the Court/ legal authority(s). We requested legal letters from some of the external legal advisors with respect to the matters included in the summary. Where appropriate we examined correspondence connected with the cases; For litigation provisions/ contingencies, we tested the calculation, assessed the estimates against historical trends. We considered management's judgements on the level of provisioning/ contingencies to be appropriate. We also evaluated appropriateness of the disclosures in Note no. 31 and 38 which we considered appropriate.
Revenue Recognition Revenue from the sale of goods (hereinafter referred to as "Revenue") is recognized when the Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery. The timing of revenue recognition is relevant to the reported performance of the Company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred. Refer Note 1.12 of the Standalone Financial Statements – Significant Accounting Policies	Our procedures included: • Evaluating the integrity of the general information and technology control environment and testing the operating effectiveness of key IT application controls • Evaluating the design and implementation of Company's controls in respect of revenue recognition. • Testing the effectiveness of such controls over revenue cut off at year-end • Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognized in the correct period. • Performing analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing. • Assessing the appropriateness of the Company's revenue recognition accounting policies in line with IND AS 115 ("Revenue from Contracts with Customers") and testing thereof.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this Auditors' Report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibility of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position/state of affairs, financial performance (profit and loss including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the

standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

Other Matters

We did not audit the financial statements/ information of one branch included in the standalone financial statements of the company whose financial statements/financial information reflect total assets of Rs.47.68 crore as at 31st March 2021 and the total revenue of Rs. 6.17 crore for the year ended on that date, as considered in the standalone financial statements/information of the branch has been audited by the branch auditor whose report have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of the branch, is based solely on the report of such branch auditor.

Our opinion is not modified in respect of these matters.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us during the course of audit, we give in the Annexure 'A' a statement on the matters specified in the paragraphs 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have

been received from the branch not visited by us.

(c) The reports on the accounts of the branch office of the company audited under the section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.

(d) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Change in Equity dealt with by this Report are in agreement with the books of account and with the returns received from the branch not visited by us.

(e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.

(f) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

(g) As required by section 143(3)(i) of the Companies Act, 2013, and based on the checking of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, our separate report with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is as per Annexure 'B'.

(h) With respect to the other matter to be included in the Auditors' report under Section 197(16), as amended: In our opinion and according to the information and explanation given to us, the managerial remuneration paid/provided during the current year by the Company is in accordance with the provisions of Section 197 of the Act.

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivatives contracts.

iii. There was no amount which was required to be transferred to the Investor Education and Protection Fund by the Company.

For **LODHA & CO.**
Chartered Accountants
ICAI-FRN: 301051E

N.K. LODHA
Partner
Membership No. 085155

UDIN: 21085155AAAACI4761
Place: New Delhi
Date: May 18, 2021

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
ICAI-FRN: 000756N

AMIT GOEL
Partner
Membership No. 500607

UDIN: 21500607AAAAFZ4499
Place: New Delhi
Date: May 18, 2021

INDEPENDENT AUDITOR'S REPORT

ANNEXURE "A" REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF JINDAL STAINLESS (HISAR) LIMITED FOR THE YEAR ENDED MARCH 31, 2021.

i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The Company has a regular program of physical verification of its fixed assets in a phased manner to cover all items of fixed assets (PPE) in three years. As per the physical verification program, certain fixed assets have been verified by the management during the year which in our opinion is reasonable having regard to the size of the Company and the nature of its fixed assets. The discrepancies noticed on such physical verification were not material.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (which are included under the head 'Property, plant and equipment') are held in the name of the Company read with footnote (#) of Note No. 2 of the standalone financial statements.

ii. The inventories of the Company (except stock lying with the third parties and in transit) have been physically verified by the management at reasonable intervals. In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable in relation to the size of the Company and nature of its business. The discrepancies noticed on such physical verification of inventory as compared to book records were not material.

iii. The Company has granted loans, unsecured to Companies covered in the register maintained under section 189 of the Companies Act, 2013 (Read with note no. 36(a) of the standalone financial statements):-

a) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that terms and conditions of aforesaid loans so granted are not prejudicial to the interest of the Company.

b) In respect of aforesaid loans, repayment of principal & payment of interest has been stipulated and repayment and receipts have not become due for payment as on March 31, 2021 (read with footnote @ to note no. 47).

c) There were no overdue amounts remaining outstanding as at the year-end.

iv. According to the information, explanations and representations provided by the management and based upon audit procedures performed, we are of the opinion that in respect of loans, investments, guarantees and security, the Company has complied with the provisions of the Section 185 and 186 of the Companies Act, 2013.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of directives issued by the Reserve Bank of India and provisions of sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder.

vi. We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act in respect of the Company's products and services to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been made and maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

vii. (a) According to the records of the Company, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and services tax, duty of customs, cess and other material statutory dues with the appropriate authorities to the extent applicable and there are no

undisputed statutory dues payable as at March 31, 2021 for a period of more than six months from the date they become payable.

(b) According to the records and information & explanations given to us, there are no dues in respect of Income tax and goods and services tax that have not been deposited with the appropriate authorities to the extent applicable on account of any dispute and the dues in respect of duty of customs, duty of excise, service tax, sales tax and labour welfare cess that have not been deposited with the appropriate authorities on account of any dispute and the forum where the dispute is pending are given below:

Name of The Statute	Nature of Dues	Amount (₹ in Crore)	Period to which amount relates to	Forum where dispute is pending
Central Excise Act	Excise Duty	0.47	Jul'05 – Dec'07	High Court of Punjab & Haryana
		2.66	2006-07	High Court of Punjab & Haryana
		0.73	2014-17	Joint Commissioner, Rohtak
		0.02	Apr 95 - Jun 95	High Court, New Delhi
		6.58	Jan 99 - Dec 04	High Court of Punjab & Haryana
		28.50	Jul 05 - Dec 07	Commissioner, Rohtak
		0.08	1994-95	Addl. Commissioner of Central Excise, Rohtak
		0.05	May 07 - Oct 07	High Court of Punjab & Haryana.
		0.05	Jul 09	High Court of Punjab & Haryana.
		8.83	June 2000- Nov 04	High Court Hyderabad
		79.94	Jan 05- Jan 14	Commissioner Vishakhapatnam
Customs Act, 1956	Custom Duty	15.13	Mar 2014 – May 2018	Deputy Commissioner of Custom, Gurgaon
The Central Sales Tax, 1956	Sales Tax	0.03	1993-94	High Court of Punjab & Haryana
Finance Act 1994	Service Tax	0.96	April 16 - June 17	High Court Orissa
Labour Welfare Fund	Labour Welfare Cess	0.05	2006-2011	High Court AP

viii. In our opinion, on the basis of audit procedures and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks, government, as applicable. There are no dues to debenture holders.

ix. On the basis of information and explanations given to us, term loan were applied for the purpose for which the loans were obtained. No moneys have been raised during the year by way of initial public offer or further public offer.

x. Based on the audit procedure performed and on the basis of information and explanations provided by the management, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the course of the audit.

xi. According to the information and explanations given to us and based on our examination of the records of the Company, managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations and records made available by the management of the Company and audit procedure performed, for transactions with the related parties during the year, the Company has complied with the provisions of Section 177 and 188 of the Act, where applicable. As explained and as per records, details of related party transactions have been disclosed in the standalone financial statements as per the applicable Indian Accounting Standards (Read with note no. 47).

xiv. According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. On the basis of records made available to us and according to information and explanations given to us, the Company has not entered into non-cash transactions with the directors or persons connected with him.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **LODHA & CO,**
Chartered Accountants
ICAI-FRN: 301051E

N.K. LODHA
Partner
Membership No. 085155
Place: New Delhi
Date: May 18, 2021

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
ICAI-FRN: 000756N

AMIT GOEL
Partner
Membership No. 500607
Place: New Delhi
Date: May 18, 2021

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF JINDAL STAINLESS (HISAR) LIMITED

Report on the internal financial controls over financial reporting under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of JINDAL STAINLESS (HISAR) LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date in which are incorporated the Return for the year ended on the date audited by the branch auditor of the Company's branch at Kothavalasa in Vizianagaram district, Andhra Pradesh.

Management's responsibility for internal financial controls

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the branch in terms of their reports referred to in the other matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of internal financial controls over financial reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect

the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and based on the report of the branch auditor furnished to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matter

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to Return audited by the branch auditor of the Company's branch at Kothavalasa in Vizianagaram district, Andhra Pradesh.

Our opinion is not modified in respect of this matter with respect to our reliance on the work done and the report of the other auditor.

For **LODHA & CO**
Chartered Accountants
ICAI-FRN: 301051E

N.K. LODHA
Partner
Membership No. 085155
Place: New Delhi
Date: May18, 2021

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
ICAI-FRN: 000756N

AMIT GOEL
Partner
Membership No. 500607
Place: New Delhi
Date: May 18, 2021

Balance sheet as at 31 March 2021

(₹ in Crore)

	Note	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Property, plant and equipment	2	1,714.16	1,867.38
Capital work-in-progress	52	181.93	105.50
Goodwill	3	10.34	10.34
Other intangible assets	3	12.84	13.35
Financial assets			
Investments	4	416.82	416.77
Loans	5	1,084.86	934.86
Others financial assets	6	29.58	29.61
Other non-current assets	7	5.85	28.87
Total non-current assets		**3,456.38**	**3,406.68**
Current assets			
Inventories	8	1,438.57	1,356.16
Financial assets			
Trade receivables	9	753.18	679.82
Cash and cash equivalents	10	7.64	18.52
Bank balances other than above	11	0.32	0.26
Others financial assets	6	279.43	218.26
Other current assets	7	75.88	118.93
Total current assets		**2,555.02**	**2,391.95**
Total assets		**6,011.40**	**5,798.63**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	12	47.19	47.19
Other equity	13	2,267.82	1,789.06
Total equity		**2,315.01**	**1,836.25**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	14	1,219.61	1,799.03
Other financial liabilities	19	8.88	10.03
Provisions	15	12.65	15.19
Deferred tax liabilities (net)	16	14.13	34.99
Total non-current liabilities		**1,255.27**	**1,859.24**

Balance sheet as at 31 March 2021

(₹ in Crore)

	Note	As at 31 March 2021	As at 31 March 2020
Current liabilities			
Financial liabilities			
Borrowings	17	126.50	89.94
Trade payables			
Total outstanding dues of micro and small enterprises	18	30.66	49.33
Total outstanding dues of creditors other than micro and small enterprises	18	1,548.07	1,285.17
Other financial liabilities	19	397.59	439.17
Other current liabilities	20	236.01	233.10
Provisions	15	2.60	2.66
Current tax liabilities (net)	21	99.69	3.77
Total current liabilities		**2,441.12**	**2,103.14**
Total equity and liabilities		**6,011.40**	**5,798.63**
Significant accounting policies	1		

The accompanying significant accounting policies and notes form an integral part of these financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

Statement of profit & loss for the year ended on 31 March 2021

(₹ in Crore)

	Note	For the year ended 31 March 2021	For the year ended 31 March 2020
INCOME			
Revenue from operations	22	8,399.70	8,339.69
Other income	23	95.26	97.88
Total Income		**8,494.96**	**8,437.57**
EXPENSES			
Cost of materials consumed	24	5,344.78	5,312.74
Purchases of stock in trade	25	312.17	179.36
Changes in inventories of finished goods, work in progress and stock in trade	26	(39.47)	(1.50)
Employee benefits expenses	27	179.78	184.03
Finance costs	28	235.71	303.64
Depreciation and amortization expenses	29	265.89	273.16
Other expenses	30	1,599.87	1,803.29
Total Expenses		**7,898.73**	**8,054.72**
Profit before exceptional items and tax		**596.23**	**382.85**
Exceptional items - gain (net)	33	40.07	18.71
Profit before tax		**636.30**	**401.56**
Tax expense			
Current tax		183.72	125.41
Deferred tax		(21.80)	(44.24)
Taxes in relation to earlier years		(3.40)	0.06
Net profit for the year		**477.78**	**320.33**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/(losses) on defined benefit plans		1.32	(1.06)
Income tax effect on above		(0.34)	0.27
Total comprehensive income for the year		**478.76**	**319.54**
Earnings per share (in₹)	50		
Basic		20.25	13.58
Diluted		20.25	13.58
Significant accounting policies	1		

The accompanying significant accounting policies and notes form an integral part of these financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
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PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

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Managing Director
DIN 07290474

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Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

Statement of changes in equity for the year ended on 31 March 2021

EQUITY SHARE CAPITAL

(₹ in Crore)

At at 01 April 2019	Changes in equity share capital during 2019-20	At at 01 April 2020	Changes in equity share capital during 2020-21	At at 31 March 2021
47.19	-	47.19	-	47.19

OTHER EQUITY

(₹ in Crore)

	Surplus			Items of other comprehensive income	Total
	Capital reserve	Securities premium	Retained earnings	Re-measurement of the net defined benefit plans(net of tax)	
Balance as at 01 April 2019	**0.05**	**562.94**	**912.38**	**(5.85)**	**1,469.52**
Profit for the year 2019-20			320.33		320.33
Re-measurements of the net defined benefit Plans				(0.79)	(0.79)
Balance as at 31 March 2020	**0.05**	**562.94**	**1,232.71**	**(6.64)**	**1,789.06**
Profit for the year 2020-21			477.78		477.78
Re-measurements of the net defined benefit Plans				0.98	0.98
Balance as at 31 March 2021	**0.05**	**562.94**	**1,710.49**	**(5.66)**	**2,267.82**

The accompanying significant accounting policies and notes form an integral part of these financial statements.

In terms of our report of even date annexed hereto.

For and on behalf of the Board of Directors :

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

ABHYUDAY JINDAL
Managing Director
DIN 07290474

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

BHARTENDU HARIT
Company Secretary
Membership No. A15123

PLACE: New Delhi
DATED: 18 May 2021

Statement of cash flows for the year ended 31 March 2021

(₹ in Crore)

		Note	For the year ended 31 March 2021	For the year ended 31 March 2020
A.	**Cash flow from operating activities**			
	Profit before tax		**636.30**	**401.56**
	Adjustment for :			
	Add/(less)			
	Depreciation and amortisation expenses		265.89	273.16
	Provision for doubtful debts & advance / bad debts (net)		8.13	4.69
	Effect of unrealised foreign exchange (gain)/loss		(3.98)	(3.56)
	Mark to market of derivatives contract (gain)/loss		(16.06)	12.25
	Finance costs		235.71	303.64
	Profit on sale of current investments		(0.02)	-
	Interest income		(92.43)	(95.78)
	Re-measurements of the net defined benefit Plans		1.32	(1.06)
	Loss on sale/discard of property, plant & equipment (net)		0.01	0.18
	Operating profit before working capital changes		**1,034.87**	**895.08**
	Movement in working capital :			
	(Increase) / decrease in inventories		(82.41)	(45.51)
	(Increase) / decrease in trade receivables		(77.40)	102.00
	(Increase) / decrease in loans & advances and other assets		63.50	(56.57)
	Increase / (decrease) in liabilities and provisions		349.10	(105.54)
	Cash inflow from operating activities before exceptional items		**1,287.66**	**789.46**
	Income tax paid (net)		(83.80)	(153.06)
	Net cash inflow from operating activities		**1,203.86**	**636.40**
B.	**Cash flow from investing activities**			
	Investment in subsidiaries		(0.05)	-
	Loan given to related party		(150.00)	-
	Purchase of property, plant & equipment and intangible assets		(179.59)	(205.35)
	Sales proceeds of property, plant & equipment sold		4.10	7.86
	Interest received		8.10	13.64
	Net proceeds on sale of Investments		0.02	-
	Bank deposits encashed/(made)		-	0.66
	Net cash outflow from investing activities		**(317.42)**	**(183.19)**
C.	**Cash flow from financing activities**			
	Interest and finance charges paid		(160.44)	(289.92)
	Payment of lease liability		(1.00)	(0.89)
	Proceeds from / (repayment of) long term borrowings (net)		(773.80)	(179.86)
	Proceeds from / (repayment of) short term borrowings (net)		37.92	18.06
	Net cash outflow from financing activities		**(897.32)**	**(452.61)**
	Net changes in cash & cash equivalents		**(10.88)**	**0.60**
	Cash & cash equivalents (closing balance) (refer note no 10)		7.64	18.52
	Cash & cash equivalents (opening balance) (refer note no 10)		18.52	17.92
	Net changes in cash & cash equivalents		**(10.88)**	**0.60**

Statement of cash flows for the year ended 31 March 2021

Reconciliation of liabilities arising from financing activities

(₹ in Crore)

	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Long term borrowing	Short term borrowing *	Long term borrowing	Short term borrowing *
Opening balance	**1,929.03**	**89.94**	**2,109.32**	**71.88**
Cash flows				
Repayment	(829.66)	-	(179.86)	-
Proceeds	55.86	37.92	-	18.06
Non cash				
Foreign exchange movement	-	(1.36)	-	-
Interest converted to loan on availment of moratorium	100.73	-	-	-
Fair value changes	(6.20)	-	(0.43)	-
Closing balance	**1,249.76**	**126.50**	**1,929.03**	**89.94**

* Short term borrowings are presented on net basis

The accompanying significant accounting policies and notes form an integral part of these financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

Notes to the financial statements for the year ended 31 March 2021

Corporate and General Information

Jindal Stainless (Hisar) Limited (''the Company'') is domiciled and incorporated in India and its equity shares and GDR are listed at Bombay Stock Exchange/National Stock Exchange/ Luxembourg Stock Exchange respectively. The registered office of the Company is located at O. P. Jindal Marg, District Hisar,125005, Haryana, India.

The company is a leading manufacturer /producer of stainless steel flat products in austenitic, ferritic, martensitic and duplex grades. The product range includes ferro alloys, stainless steel slabs and blooms, hot rolled coils, plates and sheets, cold rolled coils and sheets, specialty products such as razor blade steel, precision strips, coin blanks and long products.

The financial statements of the Company for the year 31 March 2021 were approved and authorized for issue by board of directors in their meeting held on18 May 2021.

Statement of compliances

The financial statements are a general purpose financial statement which have been prepared in accordance with the Indian Companies Act, Indian Accounting Standards and complies with other requirements of the law. Indian Accounting Standards (IND AS) include equivalent to International Financial Reporting Standards (IFRS). Compliance with the IND AS ensures that the financial statements and notes of the entity comply with International Financial Reporting Standards (IFRS).

Basis of preparation

These financial statements have been prepared complying in all material respects with the Indian Accounting Standards notified under section 133 of the Companies Act 2013,read with the Companies (Indian Accounting Standards)Rule 2015.The financial statements comply with IND AS notified by Ministry of Corporate Affairs (MCA). The Company has consistently applied the accounting policies used in the preparation of financial statement of all period presented.

The financial statements has been prepared considering all IND AS as notified and made applicable by MCA for reporting date i.e. 31 March 2021.

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years.

Changes in significant accounting policy

Standards issued but yet not effective

Ministry of Corporate Affairs (MCA) notified new standard and amendments to the existing standards. There is no such notification, which would have been applicable from 01 April 2021.

Notes to the financial statements for the year ended 31 March 2021

Note No. 1: Significant Accounting Policies

1.1 Basis of Measurement

The standalone financial statements have been prepared on accrual basis and under a historical cost basis except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments,
- Financial assets and liabilities except certain investments, loans and borrowings carried at amortized cost (refer accounting policy regarding financial instruments),
- Defined benefit plans – plan assets

The standalone financial statements are presented in Indian Rupees ('₹'), which is the Company's functional and presentation currency and all amounts are rounded to the nearest Crores and two decimals thereof, except as otherwise stated.

1.2 Property, plant and equipment

i. Property, plant and equipment are stated cost less accumulated depreciation and impairment losses. Cost comprises of all cost, net of income (if any) incurred to bring the assets to their present location and working condition and other related overheads till such assets are ready for intended use.

ii. Depreciation

Depreciation on property, plant & equipment is provided on straight line method over their useful lives and in the manner specified in Schedule II of the Companies Act, 2013. However, in respect of certain plant & machinery and electric installations, depreciation is provided as per their useful lives assessed on the basis of technical evaluation by the external valuer.

Asset class	Useful life
Property, plant and equipment	
Plant and equipment	1-25 years
Buildings	3-60 years
Furniture and fixtures	1-10 years
Vehicles	1-19 years
Office equipment	1-16 years

The asset's residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

iii. Component accounting

When significant parts of property, plant and equipment are required to be replaced at intervals, the Company derecognizes there placed part, and recognizes the new part with its own associated useful life and it is depreciated accordingly. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the statement of profit and loss as incurred. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

iv. Classification of plant & machinery into continuous and non-continuous is made on the basis of technical assessment and depreciation is provided for accordingly.

v. Expenditure during construction/erection period is included under capital work-in-progress and is allocated to the respective fixed assets on completion of construction/erection.

vi. Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of Property, plant and equipment and gains or losses arising from derecognition are recognized in statement of profit and loss in the year of occurrence.

1.3 Intangible assets

Intangibles assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably. Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any and cost includes any directly attributable expenditure on making the asset ready for its intended use. Intangible assets with finite useful lives are capitalized at cost and amortized on a straight-line basis normally over a period of 5 to 10 years, depending on their estimated useful lives.

Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in statement of profit and loss in the period in which the expenditure is incurred.

The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives (like goodwill, brands) are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite useful life is reviewed annually to determine whether indefinite life continues to be supportable. The change in useful life from indefinite to finite life if any, is made on prospective basis.

1.4 Research and development cost

Research cost

Revenue expenditure on research is expensed under the respective heads of accounts in the period in which it is incurred.

Development cost

Development expenditure on new product is capitalized as intangible asset, if technical and commercial feasibility as per IND AS 38 demonstrated.

1.5 Inventories

Inventories are stated at lower of cost and net realizable value (except scrap/ waste which are valued at net realizable value). However raw materials, components, stores and spares held for use in the production of finished goods are not written down below cost if the finished products are expected to be sold at or above cost. Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and selling costs. The cost is computed on weighted average basis. Finished goods and process stock include cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Conversion cost includes direct material, labour and allocable material and manufacturing overhead based on normal operating capacity.

1.6 Cash and cash equivalents

Cash and cash equivalents are financial assets. Cash and cash equivalents consist of cash and short-term highly liquid investments that are readily convertible to cash with original maturities of three months or less at the time of purchase/investment and are carried at cost plus accrued interest, if any.

1.7 Financial instruments

A financial instrument is any contract that at the same time gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments are recognized as soon as the company becomes a contracting party to the financial instrument. In cases where trade date and settlement date do not coincide, for non-derivative financial instruments the settlement date is used for initial recognition or derecognition, while for derivatives the trade date is used. Financial instruments stated as financial assets or financial liabilities are generally not offset; they are only offset when a legal right to set-off exists at that time and settlement on a net basis is intended.

a) Financial assets

Financial assets include trade receivable, cash and cash equivalents, derivative financial assets and also the equity / debt instruments held. Initially all financial assets are recognized at amortized cost or fair value through other comprehensive income or fair value through Statement of Profit or Loss, depending on its business model for those financial assets and their contractual cash flow characteristics.

Subsequently , based on initial recognition/ classification , where assets are measured at fair value, gain and losses are either recognized entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognized in other comprehensive income (i.e. fair value through other comprehensive income)

i) Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost less expected credit loss/impairment allowances. Receivables that do not bear interest or bear below market interest rates and have an expected term of more than one year are discounted with the discount subsequently amortized to interest income over the term of the receivable.

Impairment is made on the expected credit losses, which are the present value of the cash deficits over the expected life of receivables. The estimated impairment losses are recognized in the statement of profit and loss. Subsequent changes in assessment of impairment are recognized in the statement of profit and loss as changes in estimates.

The company makes provision for expected credit loss against trade receivables based on the simplified approach (i.e. the loss allowance is measured as the amount equal to lifetime expected credit losses).

ii) Loans & other financial assets

Loans and other financial assets are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and other financial assets are measured at amortized cost using the effective interest method, less any impairment losses.

iii) Investment in equity shares

Investment in equity securities are initially measured at fair value. Any subsequent fair value gain or loss for investments held for trading is recognized through statement of profit & loss. The fair value gains or

losses of all other equity securities are recognized in other comprehensive income.

iv) Investment in associates, joint venture and subsidiaries

The Company's investment in subsidiaries, associates and joint ventures are carried at cost except where impairment loss recognized.

b) Financial liabilities

Financial liabilities such as loans and borrowings and other payables are recognized initially on the trade date, which is the date that the Company becomes a party to the contractual terms of the instrument. Financial liabilities other than fair valued through profit and loss are recognized initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.

The Company derecognizes a financial liability when its contractual obligations are settled or cancelled or expired.

Financial liabilities at fair value through profit or loss

It includes financial liabilities held for trading and are designated as such at initial recognition. Financial liabilities are held for trading if they are incurred for the purpose of repurchasing in near term and also include Derivatives that are not part of an effective hedge accounting in accordance with IND AS 109, classified as "held for trading" and carried at fair value through profit or loss. Financial liabilities at fair value through profit or loss are measured at each reporting date at fair value with all the changes recognized in the statement of profit and loss.

Financial liabilities measured at amortized cost

Post recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate method (" EIR"). Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR.The EIR amortization is included in finance costs in the statement of profit and loss.

Loans and borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortized cost using the effective interest method. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in statement of profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that is probable that some or all of the facility will be drawn down.

Financial guarantee contracts

As per IND AS -109 " Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the original or modified terms of a debt instrument. "

Initial recognition

The date the company becomes a party to the irrevocable commitment is considered to be the date of initial recognition and financial guarantee contracts are recognized as liability at fair value, adjusted for transaction

costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. Trade accounts payable and other non-derivative financial liabilities are in general measured at amortized cost using the effective interest method. Finance charges, including premiums payable on redemption or settlement, are periodically accrued using the effective interest method and increase the liabilities' carrying amounts unless they have already been settled in the period in which they were incurred.

Derivative financial instruments

The Company uses derivative financial instruments principally to manage its exposure to fluctuations in interest rates, foreign exchange rates and prices of raw materials arising from operating, financing and investing activities. Derivative financial instruments are classified as current or non-current assets /liabilities based on their maturity dates. Embedded derivatives are separated from the host contract and accounted for separately if they are not closely related to the host contract. Derivative financial instruments are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value at the end of each period. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, on the nature of the item being hedged. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit or loss.

1.8 Business combinations under common control

Common control business combinations include transactions, such as transfer of subsidiaries or business, between entities within a group.

Business combinations involving entities or business under common control are for using the pooling of interest method.

Under pooling of interest method, the assets and liabilities of the combining entries are reflected at their carrying amounts, the only adjustments that are made are to harmonise accounting policies.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves.

1.9 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability.

Or

- In the absence of a principal market , in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes in to account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

1.10 Impairment of non-financial assets

At each reporting date, the company assesses whether there is any indication that a non-financial asset may be impaired. If any such indication exists, the recoverable amount of the non-financial asset is estimated in order to determine the extent of the impairment loss, if any.

Recoverable amount is determined:

- In the case of an individual asset, at the higher of the fair value less cost to sell and the value in use: and
- In the case of cash generating unit (a group of assets that generates identified, independent cash flows) at the higher of cash generating unit's fair value less cost to sell and the value in use.

Where it is not possible to estimate the recoverable amount of an individual non-financial asset, the company estimates the recoverable amount of the smallest cash generating unit to which the non-financial asset belongs. The recoverable amount is the higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. If the recoverable amount of a non-financial asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the non-financial asset or cash generating unit is reduced to its recoverable amount. Impairment losses are recognized immediately in the statement of profit and loss.

Where an impairment loss subsequently reverses, the carrying amount of the non-financial asset or cash

generating unit is increased to the revised estimate of its recoverable amount.

However, this increased amount cannot exceed the carrying amount that would have been determined had no impairment loss been recognized for that non-financial asset or cash generating unit in prior periods. A reversal of an impairment loss is recognized immediately in the statement of profit and loss.

1.11 Foreign currency transactions

i. Functional and presentation currency

The functional and reporting currency of company is INR or ₹.

ii. Transaction and balances

Currency transactions denominated in foreign currencies are initially recorded at the rates of exchange prevailing on the dates of the transactions. Monetary assets and liabilities denominated in such currencies are retranslated at the rates prevailing on the balance sheet date. Profits and losses arising on exchange are included in the net profit or loss for the period.

Non- monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognized in line with the gain or loss of the item that gave rise to the translation difference.

1.12 Revenue Recognition

Indian Accounting Standard 115 Revenue from Contracts with Customers ("Ind AS 115"), establishes a framework for determining whether, how much and when revenue is recognised and requires disclosures about the nature, amount, timing and uncertainty of revenues and cash flows arising from customer contracts. Under Ind AS 115, revenue is recognised through a 5-step approach:

(i) Identify the contract(s) with customer;

(ii) Identify separate performance obligations in the contract;

(iii) Determine the transaction price;

(iv) Allocate the transaction price to the performance obligations; and

(v) Recognise revenue when a performance obligation is satisfied.

Revenue is measured based on the consideration specified in a contract with a customer. A performance obligation is a promise in a contract to transfer a distinct good or service (or a bundle of goods and services) to the customer. A contract's transaction price is allocated to each distinct performance obligation and recognized as revenue, as, or when, the performance obligation is satisfied. The Company recognizes revenue when it transfers control of a product or service to a customer. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payments and excludes taxes and duties collected on behalf of the government.

The Company recognizes revenue from the following major sources:

Sale of products:

- Revenue from the sale of goods and services is recognized when the significant risks and rewards of ownership or effective control of promised goods and services have been transferred to the buyer on satisfaction of performance obligations and no significant uncertainty exists regarding the amount of

consideration that will be derived.

- Revenue is measured based on transactions price (excluding any taxes or duties collected on behalf of government which are levied on sales) arrived at by determining fair value of consideration received or receivable after adjusting returns, sales incentive, discounts / rebates etc in exchange of goods and services. Export incentives and other benefits are recognised in the year of export.
- Revenue from other activities is recognized based on the nature of activity, when consideration can be reasonably measured. Certain claims like those relating to railways, insurance, electricity, customs, and excise are accounted for on acceptance/when there is a reasonable certainties.

Sale of services:

- Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

Dividend income:

- Dividend income is accounted for when the right to receive the same is established,

Interest income:

- For all financial instruments measured at amortized cost, interest income is recorded using effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in statement of profit and loss.

1.13 Government grant

- Government grants related to capital nature shall be recognized in the statement of profit and loss on a systematic basis over the periods in which the entity recognizes as expenses the related costs for which the grants are intended to compensate.
- A government grant that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs shall be recognized in statement of profit or loss of the period in which it becomes receivable.

1.14 Employees benefits

a) Short term employee benefit

All employees' benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex-gratia are recognized during the period in which the employee renders related service.

b) Defined contribution plan

Contributions to the employees' provident fund, national pension scheme and employee's state insurance are recognized as defined contribution plan and charged as expenses in the year in which the employees render the services.

c) Defined benefit plan

The Provident Fund (Funded), Leave Encashment and Gratuity are defined benefit plans. The cost of

providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the periodin which they occur. Re-measurements are not classified to the statement of profit and loss in subsequent periods. Past service cost is recognized in the statement of profit and loss in the period of plan amendment.

Net Interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognizes the following changes in the net defined benefit obligation under employee benefit expenses in the statement of profit and loss.

- Service costs comprising current service costs, gains and losses on curtailments and non-routine settlements
- Net interest income or expense

d) Long term employee benefit

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee rendersthe related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

e) Termination benefits

Termination benefits are recognized as an expense in the period in which they are incurred.

The Company shall recognize a liability and expense for termination benefits at the earlier of the following dates:

(i) When the entity can no longer withdraw the offer of those benefits; and

(ii) When the entity recognizes costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of termination benefits.

1.15 Borrowing costs

(a) Borrowing costs that are specifically attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of thecost of such asset till such asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.

(b) For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

(c) All other borrowing costs are recognized as expense in the period in which they are incurred.

1.16 Leases

The company as a lessee

The company assesses whether a contract contains a lease, at the inception of the contract. A contract is, or contain, a lease if the contract conveys the right to control the use of an identified asset for a period of time exchange of consideration.

At the commencement of the lease, the company recognize a right of use asset and corresponding lease liabilities for all lease arrangements except for leases with a terms of twelve months or less (short term leases), variable leases and low value leases, for which lease payments has been recognized as an operating expenses on a straight line basis over the term of lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease terms. Right to use assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The Company recognizes a right-to-use asset, on a lease-by-lease basis, to measure that right-of-use asset an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the balance sheet immediately before the date of initial application.

The cost of right-of-use assets includes the amount of lease liabilities recognised. Initial direct costs incurred and lease payments made at or before the commencement date less any lease incentives received, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment test. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The Company recognises a lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate.

The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on a lease by lease basis.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The company as lessor

Leases for which the company is a lessor is classified as finance or operating lease. When the terms of the lease transfer substantially all of the risks and benefits incidental to ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of relevant lease.

1.17 Taxes on income

a) Current tax

i) Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income-Tax Act 1961 and based on the expected outcome of assessments / appeals.

ii) Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss .Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax

i) Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profit as well as for unused tax losses or credits. In principle, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized. Deferred tax assets and liabilities are also recognized on temporary differences arising from business combinations except to the extent they arise from goodwill that is not taken into account for tax purposes.

ii) Deferred taxes are calculated at the enacted or substantially enacted tax rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited to the statement of profit and loss, except when it relates to items credited or charged directly to other comprehensive income in equity, in which case the corresponding deferred tax is also recognized directly in equity.

1.18 Provisions, contingent liabilities, contingent assets and commitments

a) General

The Company recognizes provisions for liabilities and probable losses that have been incurred when it has a present legal or constructive obligation as a result of past events and it is probable that the Company will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liability is disclosed in the case of:

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation:
- A present obligation arising from past events, when no reliable estimate is possible:
- A possible obligation arising from past events, unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at the end of each reporting period.

Contingent assets are neither disclosed nor accounted for in financial statements.

b) Other litigation claims

Provision for litigation related obligation represents liabilities that are expected to materialize in respect of matters in appeal.

c) Onerous contracts

Provisions for onerous contracts are recorded in the statements of operations when it becomes known that the

unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received.

1.19 Exceptional items

On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the company is such that its disclosure improves the understanding of the performance of the company, such income or expense is classified as an exceptional item and accordingly, disclosed in the notes accompanying to the financial statements.

1.20 Earnings per share

Basic Earnings per share is calculated by dividing the net profit or loss after tax for the year (without taking impact of OCI) attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the adjusted net profit or loss after tax for the year (without taking impact of OCI) attributable to the equity shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

1.21 Segment reporting

The Company's operating businesses are organized and managed according to the nature of products manufactured and services provided, with segment representing a strategic business unit that offers different products and as reviewed by the chief operating decision maker of the Company. The company's business falls within a primary business segment viz. '' stainless steel".

1.22 Financial statement classification

Certain line items on the balance sheet and in the statement of profit and loss have been combined. These items are disclosed separately in the notes to the financial statements.

All assets and liabilities have been classified as current or non current as per the company normal operating cycle and other criteria as set out in the Division II of the Schedule III of the Companies Act, 2013. In general the company classifies assets and liabilities as current when they are expected to be realized or settled within twelve months after the balance sheet date.

1.23 Non-current assets held for sale and discontinued operations

Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and are measured at the lower of their carrying amount and fair value less costs to sell. This condition is regarded as met only when the sale is highly probable andthe asset or disposal group is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a complete sale within one year from the date of classification.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

Assets and liabilities classified as held for distribution are presented separately from other assets and liabilities in the balance sheet.

A disposal group qualifies as discontinued operation if it is a component of the Company that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations,
- Is part of a single co-ordinate plan to disclose of a separate major line of business or geographical area of operations

Or

- Is a subsidiary acquired exclusively with a view to resale.

An entity shall not depreciate (or amortize) a non-current asset while it is classified as held for sale or while it is part of a disposal group classified as held for sale.

1.24 Capital

Debt and equity instruments:

Ordinary equity shares are classified as equity. Debt instruments are classified as liability.

1.25 Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

a) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

b) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible,a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

c) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in future. These Includes the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these

assumptions. All assumptions are reviewed at each reporting date.

d) Contingencies

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

e) Leases

Identification of lease require significant judgement. The company evaluate if a contract qualify to be a lease as per the requirements of Ind AS 116. The company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

2. PROPERTY, PLANT AND EQUIPMENT

(₹ in Crore)

	Right to use of assets	# Freehold land	# Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total
GROSS CARRYING AMOUNT								
As at 01 April 2019	**-**	**324.65**	**398.21**	**2,517.80**	**6.19**	**26.57**	**2.40**	**3,275.82**
Additions	11.95	-	13.63	141.04	2.36	4.56	1.17	174.71
Disposals/adjustments	-	-	-	26.83	-	0.07	0.08	26.98
As at 31 March 2020	**11.95**	**324.65**	**411.84**	**2,632.01**	**8.55**	**31.06**	**3.49**	**3,423.55**
Additions	-	-	12.63	94.99	0.25	1.30	0.08	109.25
Disposals/adjustments	-	-	-	34.61	-	0.03	-	34.64
As at 31 March 2021	**11.95**	**324.65**	**424.47**	**2,692.39**	**8.80**	**32.33**	**3.57**	**3,498.16**
ACCUMULATED DEPRECIATION								
As at 01 April 2019	**-**	**-**	**117.53**	**1,172.15**	**2.68**	**11.47**	**1.12**	**1,304.95**
Charge for the year	1.47	-	24.34	240.53	0.47	3.06	0.29	270.16
Relating to disposals/adjustments	-	-	-	18.94	-	-	-	18.94
As at 31 March 2020	**1.47**	**-**	**141.87**	**1,393.74**	**3.15**	**14.53**	**1.41**	**1,556.17**
Charge for the year	1.47	-	25.86	226.81	0.65	3.26	0.31	258.36
Relating to disposals/adjustments	-	-	-	30.53	-	-	-	30.53
As at 31 March 2021	**2.94**	**-**	**167.73**	**1,590.02**	**3.80**	**17.79**	**1.72**	**1,784.00**
NET CARRYING AMOUNT								
As at 31 March 2020	**10.48**	**324.65**	**269.97**	**1,238.27**	**5.40**	**16.53**	**2.08**	**1,867.38**
As at 31 March 2021	**9.01**	**324.65**	**256.74**	**1,102.37**	**5.00**	**14.54**	**1.85**	**1,714.16**

Note:

The Company has legally valid, clear & marketable title over the freehold land & buildings amounting to ₹ 318.12 crore and ₹ 3.24 crore respectively, vested in the company pursuant to the composite scheme of arrangement. Mutation of whole land at Hisar (other than 97 kanal of land amounting to ₹ 9.98 Crore) has been recorded by Land Revenue Department in the name of the Company.

3. GOODWILL AND INTANGIBLE ASSETS

(₹ in Crore)

	Goodwill	* Software	Total
GROSS CARRYING AMOUNT			
As at 01 April 2019	**10.34**	**10.69**	**21.03**
Additions	-	8.55	8.55
Disposals/adjustments	-	-	-
As at 31 March 2020	**10.34**	**19.24**	**29.58**
Additions	-	7.02	7.02
Disposals/adjustments	-	-	-
As at 31 March 2021	**10.34**	**26.26**	**36.60**
ACCUMULATED AMORTIZATION			
As at 01 April 2019	**-**	**2.89**	**2.89**
Charge for the year	-	3.00	3.00
Relating to disposals/adjustments	-	-	-
As at 31 March 2020	**-**	**5.89**	**5.89**
Charge for the year	-	7.53	7.53
Relating to disposals/adjustments	-	-	-
As at 31 March 2021	**-**	**13.42**	**13.42**
NET CARRYING AMOUNT			
As at 31 March 2020	**10.34**	**13.35**	**23.69**
As at 31 March 2021	**10.34**	**12.84**	**23.18**

*Amortised up to 5 years

4. INVESTMENTS

(₹ in Crore)

		As at 31 March 2021			As at 31 March 2020		
		Nos.	Face Value (₹)	Amount	Nos.	Face Value (₹)	Amount
	NON - CURRENT INVESTMENTS						
	AT COST LESS PROVISION						
A	**Equity shares fully paid up of subsidiary company - trade unquoted - at cost**						
	Jindal Stainless Steelway Limited @ $	1,40,61,667	10	25.81	1,40,61,667	10	25.81
	(Wholly owned subsidiary w.e.f. 14 February 2020)						
	JSL Lifestyle Limited @	2,09,11,676	10	24.61	2,09,11,676	10	24.61
	Green Delhi BQS Limited @	51,000	10	0.05	51,000	10	0.05
	JSL Media Limited	50,000	10	0.05	49,970	10	0.05
	(Wholly owned subsidiary w.e.f. 04 December 2020)						
	JSL Logistics Limited (Wholly owned subsidiary)	50,000	10	0.05	50,000	10	0.05
	Jindal Strategic Systems Limited	50,000	10	0.05	-	-	-
	(Wholly owned subsidiary w.e.f. 15 December 2020)						
	TOTAL (A)			**50.62**			**50.57**
B	**Equity shares fully paid up of associate company - at cost**						
	Jindal Stainless Corporate Management Services Pvt. Limited- Unquoted	5,000	10	0.01	5,000	10	0.01
	Jindal Stainless Limited-Quoted #	16,82,84,309	2	366.19	16,82,84,309	2	366.19
	TOTAL (B)			**366.20**			**366.20**
C	**Govt./Semi Govt. securities - non trade - fair value**						
	National Savings Certificate [₹ 1,500 (₹ 1,500)]*			0.00			0.00
	TOTAL (C)			**0.00**			**0.00**
	TOTAL - NON CURRENT INVESTMENT (A+B+C)			**416.82**			**416.77**
	Total non current investments			416.82			416.77
	Aggregate amount of quoted investments			366.19			366.19
	Aggregate market value of quoted investments			1,137.60			405.57
	Aggregate amount of unquoted investments			50.63			50.58

@ Undertaking for non disposing of investment by way of letter of comfort given to banks against credit facilities/financial assistance availed by subsidiaries.

$ Undertaking for non disposing of investment by way of letter of comfort given to financial institution against operating lease taken by subsidiary.

Pledge of 7,84,15,662 (7,84,15,662) shares in favour of lenders of Jindal Stainless Limited and pledge of 8,98,68,647 (8,98,68,647) shares in favour of lenders of the company. (read with note no 34(iv))

* Lodged with Government authorities as security.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
5	**NON CURRENT LOANS**		
	(Unsecured, Considered good unless otherwise stated)		
	(refer note no 36(a) and 47)		
	Loans to related parties*	1,084.86	934.86
	TOTAL - NON CURRENT LOANS	**1,084.86**	**934.86**

* carrying interest rate @ 9.05% - 12.5 % p.a.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
6	**OTHER FINANCIAL ASSETS**				
	Security deposits	29.57	29.55	2.51	2.77
	[Net of provision of ₹ 0.54 crore (₹ 0.54 crore)]				
	Interest receivable $ (refer note no 47)	-	-	248.04	163.72
	Derivative assets	-	-	4.98	-
	Other receivables #	-	-	23.90	51.77
	Bank deposit with original maturity of more than 12 months *	0.01	0.06	-	-
	TOTAL - OTHER FINANCIAL ASSETS	**29.58**	**29.61**	**279.43**	**218.26**

$ includes ₹ 245.29 crore (₹ 162.00 crore) receivable from Jindal Stainless Limited.

Includes export incentives etc.

* under lien with Govt authorities

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
7	**OTHER ASSETS**				
	Capital advances	5.85	28.87	-	-
	[Net of provision of ₹ 2.68 crore (₹ Nil)]				
	Advances to vendors (refer note no 47)	-	-	49.18	41.04
	Advance to employees	-	-	0.10	0.31
	Balance with indirect tax authorities	-	-	19.66	72.12
	Unbilled revenues	-	-	-	0.08
	Other receivables *	-	-	6.94	5.38
	TOTAL - OTHER ASSETS	**5.85**	**28.87**	**75.88**	**118.93**

* includes prepaid expenses etc.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
8	**INVENTORIES**		
	(As taken by the management)		
	(valued at lower of cost and net realizable value unless otherwise stated)		
	Raw materials [Including material in transit ₹ 94.62 crore (₹ 158.99 crore)]	465.42	398.51
	Work in progress	470.89	416.94
	Finished goods	427.07	441.55
	Store and spares [Including material in transit ₹ 3.30 crore (₹ 17.90 crore)]	75.19	99.16
	TOTAL - INVENTORIES	**1,438.57**	**1,356.16**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
9	**TRADE RECEIVABLES**		
	Unsecured		
	Considered good * (refer note no 47)	753.18	679.82
	Credit Impaired	9.32	9.25
	Less : Allowance for expected credit losses	(9.32)	(9.25)
	TOTAL - TRADE RECEIVABLES	**753.18**	**679.82**

* The above includes trade receivables of ₹ 12.88 crore (₹ 46.15 crore) due for more than 180 days.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
10	**CASH AND CASH EQUIVALENTS**		
	Balances with banks	7.57	5.78
	Cheques in hand/money in transit	0.01	12.62
	Cash in hand	0.06	0.12
	Puja and silver coins [₹ 18,814 (₹ 17,964)]	0.00	0.00
	TOTAL - CASH AND CASH EQUIVALENTS	**7.64**	**18.52**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
11	**OTHER BANK BALANCES**		
	Bank deposits with original maturity of more than three months but less than 12 months *	0.32	0.26
	TOTAL - OTHER BANKS BALANCES	**0.32**	**0.26**

* under lien with banks / Govt authorities

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
12	**SHARE CAPITAL**		
	AUTHORISED		
	240,000,000 (240,000,000) equity shares of ₹ 2/- each	48.00	48.00
	10,000,000 (10,000,000) preference shares of ₹ 2/- each	2.00	2.00
		50.00	**50.00**
	ISSUED, SUBSCRIBED AND PAID UP		
	235,934,685 (235,934,685) equity shares of ₹ 2/- each	47.19	47.19
	TOTAL - SHARE CAPITAL	**47.19**	**47.19**

(a) RECONCILIATION OF THE NUMBER OF EQUITY SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING YEAR

		As at 31 March 2021 No. of shares	As at 31 March 2020 No. of shares
	Shares outstanding at the beginning of the year	23,59,34,685	23,59,34,685
	Shares outstanding at the end of the year	23,59,34,685	23,59,34,685

(b) TERMS/RIGHTS ATTACHED TO EQUITY SHARES

The company has only one class of equity shares having a par value of ₹ 2/- per share. Each shareholder is eligible for one vote per equity share held [other than the shares represented by Regulation S Global Depositary Shares (the "GDSs") issued by the Company whose voting rights are subject to certain conditions and procedure as prescribed under the Regulation S Deposit Agreement]. The company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and also has equal right in distribution of profit/surplus in proportions to the number of equity shares held by the shareholders.

As on 31 March 2021, 7,552,167 GDSs (7,552,167 GDSs) with 15,104,334 underlying equity shares (15,104,334 equity shares) were outstanding. Each GDS represents 2 underlying equity shares of the Company.

(c) EQUITY SHARES IN THE COMPANY HELD BY EACH SHAREHOLDER HOLDING MORE THAN 5% SHARES ARE AS UNDER :

	NAME OF THE SHAREHOLDER	As at 31 March 2021		As at 31 March 2020	
		No. of shares	% holding	No. of shares	% holding
	JSL Overseas Holding Limited	3,02,00,000	12.80%	3,02,00,000	12.80%
	JSL Overseas Limited	2,65,60,440	11.26%	2,65,60,440	11.26%
	ELM Park Fund Limited	1,94,32,160	8.24%	1,94,32,160	8.24%
	Hypnos Fund Limited	1,19,87,711	5.08%	1,25,87,711	5.34%

Note: JSL Overseas Holding Limited also hold 71,17,492 GDS representing 1,42,34,984 underlying equity shares of ₹ 2/- each.

(d) No bonus, buy back, issue of share other than in cash in last 5 years.

(₹ in Crore)

		Surplus			Items of other comprehensive income	
		Capital reserve	Securities premium	Retained earnings	Re-measurement of the net defined benefit plans (net of tax)	Total
13	**OTHER EQUITY**					
	Balance as at 01 April 2019	**0.05**	**562.94**	**912.38**	**(5.85)**	**1,469.52**
	Profit for the year 2019-20			320.33		320.33
	Re-measurements of the net defined benefit Plans				(0.79)	(0.79)
	Balance as at 31 March 2020	**0.05**	**562.94**	**1,232.71**	**(6.64)**	**1,789.06**
	Profit for the year 2020-21			477.78		477.78
	Re-measurements of the net defined benefit Plans				0.98	0.98
	Balance as at 31 March 2021	**0.05**	**562.94**	**1,710.49**	**(5.66)**	**2,267.82**

Nature of Reserves

Capital Reserve :- Represents on cancellation of share capital in terms of Composite Scheme of Arrangement.

Securities Premium :- Represents the amount received in excess of par value of securities. Premium on redemption of securities is accounted in security premium reserve available. Where security premium reserve is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of Companies Act, 2013 specify restriction and utilisation of security premium reserve.

Other Comprehensive Income Reserve :- Represents the balance in equity for items to be accounted in Other Comprehensive Income. OCI is classified into I). Items that will not be reclassified to profit and loss ii). Items that will be reclassified to profit and loss.

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
14	**BORROWINGS**				
	SECURED				
	TERM LOANS FROM BANKS				
	Rupee term loans	1,219.61	1,799.03	30.15	130.00
	Less : Amount disclosed under the head other current financial liabilities			30.15	130.00
	TOTAL - BORROWINGS	**1,219.61**	**1,799.03**	**-**	**-**

Secured Borrowings

The term loan facility from banks amounting to ₹ 1,249.76 Crore (₹ 1,929.03 Crore) are repayable in quarterly instalments. ₹ 30.15 Crore during 2021-22 (four instalments - ₹ 5.97 Crore, ₹ 7.55 Crore and two instalments of ₹ 8.31 Crore each), ₹ 34.64 Crore during 2022-23 (three instalments of ₹ 8.31 Crore each and one instalment of ₹ 9.71 Crore), ₹ 248.60 Crore during 2023-24 (four instalments - ₹ 41.62 Crore, two instalments of ₹ 68.72 Crore each and one instalment of ₹ 69.55 Crore), ₹ 278.21 Crore during 2024-25 (instalments of ₹ 69.55 Crore each), ₹ 278.49 Crore during 2025-26 (three instalments of ₹ 69.55 Crore each and one instalment of ₹ 69.83 Crore), ₹ 279.33 Crore during 2026-27 (instalments of ₹ 69.83 Crore each), ₹ 99.03 Crore during FY 2027-28 (four instalments - ₹ 67.16 Crore, ₹ 26.29 Crore, ₹ 2.51 Crore and ₹ 3.07 Crore) and balance amount of ₹ 1.31 Crore in 2028-29.

The term loan facility is secured/ to be secured by first pari-passu charge by way of mortgage of Company's immovable properties and hypothecation of moveable fixed assets both present & future and second pari-passu charge by way of hypothecation and/or pledge of current assets including finished goods, raw materials, work-in-progress, consumable stores and spares, book debts, bills receivable, etc

both present and future. The stated term loan facility are further secured/ to be secured by a first ranking pari-passu charge by way of hypothecation or assignment in relation to loans and advances advanced by the Company to JSL. (read with note no. 34)

Rupee term loan facility (except for IndusInd Bank term loan) has been sanctioned at floating rate of interest linked with SBI base rate plus applicable spread of 165 bps. The lenders also have an option to link their effective rate of interest with their own bank's base rate/ MCLR and adjust the spread accordingly. IndusInd Bank (IBL) term loan facility has been sanctioned at floating rate of interest linked with IBL's 1 year MCLR plus applicable spread of 65 bps.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
15	**PROVISIONS**				
	(read with note no 49)				
	For employee benefits	12.65	15.19	2.60	2.66
	TOTAL - PROVISIONS	**12.65**	**15.19**	**2.60**	**2.66**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
16	**DEFERRED TAX LIABILITY (NET)**		
	DEFERRED TAX LIABILITY		
	Difference between book & tax depreciable assets	49.47	64.08
	Other temporary differences	2.68	2.90
	Total deferred tax liability	**52.15**	**66.98**
	DEFERRED TAX ASSETS		
	Disallowance under Income Tax Act	38.02	31.99
	Total deferred tax assets	**38.02**	**31.99**
	NET DEFERRED TAX LIABILITY	**14.13**	**34.99**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
17	**CURRENT BORROWINGS**		
	SECURED		
	Working capital facilities from banks	114.36	89.94
	Buyer credit - against working capital	12.14	-
	TOTAL - CURRENT BORROWINGS	**126.50**	**89.94**

Secured Borrowings

Working capital facilities (including buyer credit facilities) are secured by first pari-passu charge by way of hypothecation and/or pledge of current assets including finished goods, raw material, work in progress, consumable stores and spares, book debts, bill receivable, etc both present and future and by way of second charge in respect of other moveable and immoveable properties, both present and future, of the Company. Working capital facility is repayable on demand. (read with note no. 34)

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
18	**TRADE PAYABLES**		
	Micro and small enterprises	30.66	49.33
	Trade payables (including acceptances)(other than micro and small enterprises)	1,548.07	1,285.17
	TOTAL - TRADE PAYABLES	**1,578.73**	**1,334.50**

Based on the intimation received from supplier regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the required disclosure is given below * :

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
	Principal amount due outstanding	35.94	49.82
	Interest due on above due outstanding and unpaid	-	-
	Interest paid to the supplier	-	-
	Payments made to the supplier beyond the appointed day during the year.	-	-
	Interest due and payable for the period of delay	-	-
	Interest accrued and remaining unpaid	-	-
	Amount of further interest remaining due and payable in succeeding year	-	-

* to the extent information available with the company.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
19	**OTHER FINANCIAL LIABILITIES**				
	Lease Liability	8.88	10.03	1.18	1.03
	Current maturities of non-current borrowings	-	-	30.15	130.00
	Interest accrued	-	-	1.22	18.37
	Capital payables	-	-	28.70	38.72
	Security deposits	-	-	2.94	2.92
	Derivative liabilities	-	-	-	11.08
	Dues to employees	-	-	16.11	15.03
	Other outstanding financial liabilities *	-	-	317.29	222.02
	TOTAL - OTHER FINANCIAL LIABILITIES	**8.88**	**10.03**	**397.59**	**439.17**

* Includes provision for expenses

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
20	**OTHER CURRENT LIABILITIES**		
	Advance from customers	31.32	28.16
	Other outstanding liabilities *	204.69	204.94
	TOTAL - OTHER CURRENT LIABILITIES	**236.01**	**233.10**

* Includes statutory dues, arbitration liability etc.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
21	**CURRENT TAX LIABILITIES (NET)**		
	Current tax liabilities [net of prepaid tax of ₹ 353.18 crore (₹ 431.55 crore)]	99.69	3.77
	TOTAL - CURRENT TAX LIABILITIES (NET)	**99.69**	**3.77**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
22	**REVENUE FROM OPERATIONS**		
	SALE OF PRODUCTS		
	Manufactured goods [net of discounts ₹ 186.92 crore (₹ 152.05 crore)]	8,002.58	8,002.93
	Stock in trade	322.89	188.35
	Export benefits	22.43	38.98
		8,347.90	**8,230.26**
	SALE OF SERVICES		
	Job charges received	1.09	36.58
		1.09	**36.58**
	OTHER OPERATING REVENUE		
	Sale of gases / slag	12.47	17.50
	Rent / operating & maintenance services	30.65	43.84
	Provision for doubtful debts/advance reversed	-	0.43
	Miscellaneous income	7.59	11.08
		50.71	**72.85**
	TOTAL - REVENUE FROM OPERATIONS	**8,399.70**	**8,339.69**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
23	**OTHER INCOME**		
	INTEREST INCOME ON		
	Loans & advances	92.43	94.94
	[net of written off ₹ 2.40 crore (₹ 2.40 crore)]		
	Trade receivables	-	0.84
		92.43	**95.78**
	GAIN ON SALE OF CURRENT INVESTMENTS	0.02	-
	OTHER NON-OPERATING INCOME (NET)	2.81	2.10
	TOTAL - OTHER INCOME	**95.26**	**97.88**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
24	**COST OF MATERIAL CONSUMED**		
	Raw material consumed	5,344.78	5,312.74
	TOTAL - COST OF MATERIAL CONSUMED	**5,344.78**	**5,312.74**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
25	**PURCHASES OF STOCK IN TRADE**		
	Steel scrap/ Ferro alloys	312.17	179.36
	TOTAL - PURCHASE OF TRADING GOODS	**312.17**	**179.36**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
26	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE**		
	OPENING STOCK		
	Finished goods	441.55	405.74
	Work in progress	416.94	451.25
	TOTAL OPENING STOCK	**858.49**	**856.99**
	CLOSING STOCK		
	Finished goods	427.07	441.55
	Work in progress	470.89	416.94
	TOTAL CLOSING STOCK	**897.96**	**858.49**
	TOTAL - CHANGES IN INVENTORIES	**(39.47)**	**(1.50)**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
27	**EMPLOYEE BENEFITS EXPENSES**		
	(read with note no 49)		
	Salaries, wages, bonus and other benefits	166.08	167.13
	Contribution to provident and other funds	8.82	9.39
	Staff welfare expenses	4.88	7.51
	TOTAL - EMPLOYEE BENEFITS EXPENSES	**179.78**	**184.03**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
28	**FINANCE COSTS**		
	Interest expenses	218.39	286.18
	Other borrowing costs	17.32	17.46
	TOTAL - FINANCE COSTS	**235.71**	**303.64**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
29	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation on property, plant and equipment	258.36	270.16
	Amortization of intangible assets	7.53	3.00
	TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	**265.89**	**273.16**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
30	**OTHER EXPENSES**		
	MANUFACTURING EXPENSES		
	Consumption of stores and spares	476.37	527.63
	Power and fuel	649.39	761.54
	Labour processing & transportation charges	123.82	140.70
	Repairs to buildings	5.76	3.44
	Repairs to plant & machinery	21.90	27.76
	Job work expenses	72.95	86.11
	Other manufacturing expenses	12.86	10.17
		1,363.05	**1,557.35**
	ADMINISTRATIVE EXPENSES		
	Insurance	13.59	10.96
	Rent	2.43	2.79
	Rates and taxes	0.65	0.59
	Legal and professional	59.65	63.45
	Postage, telegram, telex and telephone	2.15	1.92
	Printing & stationary	3.30	3.04
	Travelling & conveyance	1.41	3.45
	Managerial commission	3.93	11.22
	Director' meeting fees	0.19	0.23
	Vehicle upkeep and maintenance	4.53	7.09
	Auditor's remuneration (refer note no 51)	0.54	0.47
	Donation	0.11	0.18
	Loss (net) on sale/discard of property, plant and equipment	0.01	0.18
	Corporate social responsibility (refer note no 39)	9.52	8.92
	Miscellaneous expenses	8.06	7.96
		110.07	**122.45**
	SELLING EXPENSES		
	Freight & forwarding expenses	101.89	93.95
	Commission on sales	9.91	15.96
	Other selling expenses	5.86	5.30
	Allowance for expected credit losses	2.75	5.00
	Bad debts (net of recovery)	5.38	0.12
	Advertisement & publicity	0.96	3.16
		126.75	**123.49**
	TOTAL - OTHER EXPENSES	**1,599.87**	**1,803.29**
	NET (GAIN)/LOSS ON SALE OF PROPERTY, PLANT AND EQUIPMENT INCLUDES :		
	Loss on sale	0.01	-
	Loss on discard	-	0.18
		0.01	**0.18**

31

(₹ in Crore)

			As at 31 March 2021	As at 31 March 2020
A	Contingent liabilities not provided for in respect of :			
	i)	Sale tax demands against which Company preferred appeals.	0.03	0.03
	ii)	Excise duty/custom/service tax/Cess show cause notices/ demands against which Company has preferred appeals.	149.78	151.09
	iii)	Claims and other liabilities against the Company not acknowledged as debt.	68.18	63.24
B	Guarantee given to custom authorities for import under EPCG Scheme. {Custom duty saved as on 31 March 2021 ₹ **22.06 Crore** (₹ 18.68 Crore)}		139.56	118.34
C	i)	Letter of comfort to banks against credit facilities/ financial assistance availed by subsidiaries.	82.35	181.01
	ii)	Guarantees given by the Company's bankers on behalf of the subsidiary.	59.46	97.18
D	Corporate guarantee given to banks against credit facilities / financial assistance availed by Jindal Stainless Limited.		4,298.51	4,841.62

32. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is ₹ 34.31 Crore (₹ 133.79 Crore).

33. Exceptional items includes gain/ (loss) (net) of ₹ 26.32 Crore (₹ 26.26 Crore) on translation/settlement of foreign currency monetary items (including borrowing), gain / (loss) of ₹ 16.06 Crore ((₹ 12.25 Crore)) upon marked to market of derivatives contracts (net), gain/(loss) of ₹ (2.31Crore)(₹ 4.70 Crore) on forward cover cancelation.

34. The term loan facility and working capital facility of the Company are also secured by the following additional securities:

(i) Unconditional & irrevocable personal guarantee of Mr. Ratan Jindal;

(ii) Unconditional & irrevocable corporate guarantee of Jindal Stainless Limited (JSL);

(iii) Pledge of 87.7% of Promoter's shareholding, as determined on the basis of the filings of the Borrower with the Securities Exchange Board of India (SEBI);

(iv) Pledge of 8,98,68,647 shares of JSL (out of 16,82,84,309 shares) held by the Company in favour of lenders of the Company. Balance 7,84,15,662 no. shares have been pledged in favour of lenders of JSL;

(v) Pledge over investments of the Company in subsidiaries as listed below:

- JSL Lifestyle Limited; and
- JSL Logistics Limited

35. (a) On 29 December 2020, the Board of Directors of the Company had approved a Composite Scheme of Arrangement (the 'Scheme') under Section 230 to 232 (read with Section 66 and other applicable provisions) of Companies Act, 2013 amongst the Company, Jindal Stainless Limited, JSL Lifestyle Limited, Jindal Lifestyle Limited, JSL Media Limited and Jindal Stainless Corporate Management Services Private Limited. The Scheme having appointed date of 01 April 2020 is subject to the approval of shareholders, regulatory and other necessary approvals including approval of National Company Law Tribunal (NCLT) which is currently awaited.

(b) Outbreak of Covid-19 has disturbed the economic activity through interruption in manufacturing process, disruption in supply chain, etc. for the Company during the year ended 31 March 2021 and post 31 March 2021. The Company, considering internal and external factors known to the management, has made assessment of likely adverse impact on economic environment in general, and financial risk on account of Covid-19 on carrying value of its assets and operations of the Company upto the date of these financial results. The Company is closely monitoring the impact of this pandemic and believes this pandemic may not have significant adverse impact on the long term operations and performance of the Company.

36. (a) Pursuant to regulation 34 (3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, loans and advances in the nature of loans to related parties:

(₹ in Crore)

Name of the Company	Amount Outstanding		Maximum balance outstanding	
	As at 31 March 2021	As at 31 March 2020	For the year ended 31 March 2021	For the year ended 31 March 2020
JSL Lifestyle Limited	12.26	12.26	12.26	12.26
Green Delhi BQS Limited	21.39	21.39	21.39	21.39
JSL Media Limited	1.21	1.21	1.21	1.21
Jindal Stainless Limited	1,050.00	900.00	1,050.00	900.00

Note : for general business purpose.

(b) Details of Loans given, investment made and guarantees given, covered U/S 186 (4) of the Companies Act, 2013:-

(i) Loans given and investment made are given under respective heads.

(ii) Corporate guarantee given and pledge of shares by the Company on behalf of parties covered u/s 186(4). Refer note no 31D, 34 and 47.

37. (a) Research and Development expenses for the year amounting to ₹ 10.25 Crore (₹ 10.39 Crore) on account of revenue expenditure charged/debited to respective heads of accounts.

(b) Certain balances of trade receivable and trade payable are in process of confirmation and/or reconciliation. In the opinion of the management, on confirmation / reconciliation, there will not be any material impact.

(c) The Company has given inter corporate deposits to its two subsidiaries namely Green Delhi BQS Limited & JSL Media Limited, amounting to ₹ 22.60 Crore (₹ 22.60 Crore) {also investment of ₹ 0.10 Crore(₹ 0.10 Crore)} where the subsidiary companies has accumulated losses\negative net worth. In view of the long term involvement of the Company and future prospects, in the opinion of the management, these are good and realizable hence no provision has been considered necessary.

38. The Company had challenged the legality of LADT Act / Entry Tax Act in the state of Haryana before the Hon'ble Punjab and Haryana High Court / Supreme Court of India. Subsequently, on the SLP of the Haryana Government, Constitutional Bench of the Hon'ble Supreme vide its judgement dated 11 November 2016 held the applicability of entry tax valid on compensatory ground and directed its Divisional/ Regular Bench for examining the provisions of the state legislation on the issue of discrimination with respect to the parameters of Article 304 (a) of the Constitution and competence of state legislatures to levy entry tax on goods entering the landmass of India from another country. The division bench of Hon'ble Supreme Court vide its order dated 21 March 2017 (declared on 20 May 2017) remanded back the matter and permitted the petitioners to file petition before respective High Court to decide on

factual background or any other constitutional/ statutory issues arises for consideration. The company accordingly filed Civil Writ Petition before Hon'ble High Court of Punjab & Haryana on 30 May 2017. The Hon'ble High Court granted interim relief by order for stay of demand on 31 May 2017 till any further direction.

In the meanwhile, the division bench of Hon'ble Supreme Court of India vide its order dated 09 October 2017 has upheld the legislative competence of the State Legislatures to levy Entry Tax on Import of goods from any territory outside India while examining the Entry Tax legislations of the State of Odisha, Kerala and Bihar.

The Company has made necessary provisions in this regard based on own assessment and calculation.

In view of above, Interest/ penalty if any, will be accounted for as and when this is finally determined/ decided by the Hon'ble Court.

39. Amount required to be spent towards Corporate Social Responsibility as per the provisions of section 135 of Companies Act, 2013 by the Company during the year is ₹ 9.48 Crore (₹ 8.89 Crore) which has been provided in books and details of amount spent towards Corporate Social Responsibility is as under:

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Promoting education & enhancing vocational skills	1.71	3.15
Promoting gender equality & empowering women	0.22	0.47
Ensuring environment sustainability & ecological balance	0.56	0.89
Promoting preventive health care	0.33	0.57
Rural development programme	0.78	1.31
Emergencies and relief work	4.97	2.20
Administration expenditure	0.27	0.33
Total	**8.84**	**8.92**

Consequent to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the company, through implementing agency, has transferred the unspent amount for ongoing project of ₹ 0.68 Crore to separate bank account subsequent to the balance sheet date.

40. Financial risk management

40.1 Financial risk factors

The Company's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company has loan, Investment, trade receivables, other receivables, cash and short-term deposits that arise directly from its operations. The Company also enters into derivative transactions. The Company's activities expose it to a variety of financial risks:

(i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at 31 March 2021 and 31 March 2020.

(ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

(iii) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to hedge certain risk exposures. The Company does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

(i) Market risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Company uses derivative financial instruments such as foreign exchange forward contracts depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

Foreign exchange risk and sensitivity

An exposure can be defined as a contracted cash flow (trade receivables, trade payables, loans, purchase order placed or sales order received) denominated in a currency other than Indian Rupees. The Company may have foreign currency exposure on account of the following items:

Exposure against working capital –

i) Export trade receivables and export sales orders received;

ii) Imports trade payables and purchase orders raised;

iii) Packing credit in foreign currency (PCFC),

iv) Borrowings against FCNR(B) deposits of the banks;

v) Advances from customers;

vi) Any other kind of foreign currency borrowings as permitted by RBI for financing working capital of the Company.

vii) Exposure against long term financing/relating to projects:

i. Foreign currency borrowings for capital and project expansion;

ii. Payments due against imported capital equipment for projects;

iii. Purchase orders for capital expenditure;

iv. Any kind of foreign currency borrowing used for long term financing requirements of the Company.

Derivatives financial instruments

Derivative contracts entered into by the Company and outstanding as on 31 March 2021 for hedging currency risks:

As at 31 March 2021

Nature of derivatives	Type	No. of contracts	Foreign currency (Million)	Amount (₹ in Crore)
Forward covers				
USD/INR	Sale	44	65.000	475.18
EURO/USD	Sale	32	17.150	147.04
USD/INR	Buy	144	43.721	319.67

As at 31 March 2020

Nature of derivatives	Type	No. of contracts	Foreign currency (Million)	Amount (₹ in Crore)
Forward covers				
USD/INR	Sale	56	59.283	447.88
EURO/USD	Sale	26	15.335	127.78
USD/INR	Buy	109	34.847	263.37

Note: INR equivalent values have been calculated at the year end exchange rates in INR to give an indicative value of the contracts in Indian rupees. Actual hedges however may be in different currency denominations.

Foreign Currency exposures that are not hedged by derivative instruments or otherwise outstanding as on 31March 2021 is as under:

Nature	As at 31 March 2021		As at 31 March 2020	
	Foreign Currency (Millions)	Amount (₹ in Crore)	Foreign Currency (Millions)	Amount (₹ in Crore)
Account receivables				
GBP	0.054	0.55	0.107	1.01
Account payables				
USD	15.332	112.10	13.380	101.12
EURO	2.908	24.94	3.644	30.39
GBP	0.517	5.21	0.387	3.63
CHF	0.024	0.18	0.237	1.86
CAD	0.040	0.23	0.040	0.22
JPY	0.155	0.01	-	-
Buyer Credits				
USD	1.505	11.00	-	-
EURO	0.132	1.14	-	-
Working Capital Borrowings				
EURO	4.527	38.84	-	-

The following table demonstrates the sensitivity in the USD, Euro, GBP and other currencies to the Indian Rupee with all other variables held constant. The impact on the Company's profit before tax and other comprehensive income due to changes in the fair value of monetary assets and liabilities are given below:

Foreign exchange risk and sensitivity (Unhedged)

(₹ in Crore)

	Change in currency exchange rate	31 March 2021	31 March 2020
		Effect on profit/ (loss) before tax	Effect on profit/ (loss) before tax
USD	+5%	(6.16)	(5.06)
	-5%	6.16	5.06
EURO	+5%	(3.25)	(1.52)
	-5%	3.25	1.52
CAD	+5%	(0.01)	(0.01)
	-5%	0.01	0.01
GBP	+5%	(0.23)	(0.13)
	-5%	0.23	0.13
JPY	+5%	(0.00)(5,119)	-
	-5%	0.00 (5,119)	-
CHF	+5%	(0.01)	(0.09)
	-5%	0.01	0.09

The assumed movement in exchange rate sensitivity analysis is based on the currently observable market environment.

The Company transacts business primarily in Indian Rupee, USD, EURO, GBP and CAD. The Company has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Company act as natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Company adapts the policy of selective hedging based on risk perception of management. Foreign exchange hedging contracts are carried at fair value.

Summary of exchange difference accounted in statement of profit and loss

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Currency Fluctuations		
Net foreign exchange gainshown as exceptional item	40.07	18.71
TOTAL	**40.07**	**18.71**

Interest rate risk and sensitivity

The Company will have Interest rate exposure on all interest bearing financial assets and liabilities. These could be broadly categorized as under:

a) Interest bearing trade receivables and trade payables;

b) Working capital borrowings;

c) Long term borrowings.

All interest bearing assets and liabilities need to be captured, first based on the currency denomination e.g., INR, USD& EURO. Further classification needs to be done based on whether these are against floating rate benchmarks or fixed rate

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings and borrowings on which interest rate swaps are taken.

(₹ in Crore)

	Increase /decrease in basis points	Effect on profit/ (loss) before tax	
		31 March 2021	31 March 2020
INR borrowings	+50	(6.30)	(10.09)
	-50	6.30	10.09
USD borrowings	+50	(0.39)	-
	-50	0.39	-
EURO borrowings	+50	(0.19)	-
	-50	0.19	-

The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

Price risk and sensitivity

The Company is exposed to the movement in price of key raw materials in domestic and international markets. The Company has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. The Company enters into contracts for procurement of material, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

The Company is not facing any exposure to equity price risk as all of its equity investments are within the group and its associates.

ii) Credit risk

The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. Outstanding trade receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Company has also taken advances and security deposits from its customers, which mitigate the credit risk to an extent.

In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

Financial instruments and cash deposits

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. The bank balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

iii) Liquidity risk

The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date.

The Company is required to maintain ratios (including total debt to EBITDA / net worth, EBITDA to gross

interest, debt service coverage ratio and secured coverage ratio) as mentioned in the loan agreements at specified levels. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender.

As at 31 March 2021

(₹ in Crore)

	Carrying amount	Less than 1 Year	1 to 3 Years	> 3 years	Total
Borrowings*	1,376.26	156.65	283.24	936.37	1,376.26
Other financial liabilities	376.32	367.44	2.08	6.80	376.32
Trade payables	1,578.73	1,578.73	-	-	1,578.73
Total	**3,331.31**	**2,102.82**	**285.32**	**943.17**	**3,331.31**

* Including current maturity.

As at 31 March 2020

(₹ in Crore)

	Carrying amount	Less than 1 Year	1 to 3 Years	> 3 years	Total
Borrowings*	2,018.97	219.94	559.00	1,240.03	2,018.97
Other financial liabilities	319.20	309.17	2.53	7.50	319.20
Trade payables	1,334.50	1,334.50	-	-	1,334.50
Total	**3,672.67**	**1,863.61**	**561.53**	**1,247.53**	**3,672.67**

* Including current maturity.

Unused lines of credit

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Secured	105.38	240.66
Unsecured	-	-
Total	**105.38**	**240.66**

Interest rate and currency of borrowings

The below details do not necessarily represent foreign currency or interest rate exposure to the income statement, since the Company has taken derivatives for offsetting the foreign currency and interest rate exposure.

For the year ended 31 March 2021

(₹ in Crore)

	Total borrowings (₹in Crore)	Floating rate borrowings (₹in Crore)	Fixed rate borrowings (₹in Crore)	Weighted average interest rate (%)
INR	1,260.20	1,260.20	-	9.82%
USD	77.22	77.22	-	2.15%
EURO	38.84	38.84	-	1.95%
Total	**1,376.26**	**1,376.26**	**-**	

For the year ended 31 March 2020

(₹ in Crore)

	Total borrowings (₹in Crore)	Floating rate borrowings (₹in Crore)	Fixed rate borrowings (₹in Crore)	Weighted average interest rate (%)
INR	2,018.97	2,018.97	-	10.52%
USD	-	-	-	-
Total	**2,018.97**	**2,018.97**	**-**	

40.2 Competition and price risk

The Company faces competition from domestic and international competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertiseand range of products and trustworthy and innovative solution to meet the needs of its customers.

40.3 Capital risk management

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, redeem or buy back capital to shareholders or issue new shares. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Company's capital management, capital includes issued capital, share premium and other equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents excluding discontinued operations.

The Company monitors capital using gearing ratio, which is net debt divided by total capital.

Gearing ratio

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Loans and borrowings	1,376.26	2,018.97
Less: Cash and cash equivalents	7.64	18.52
Net debt	**1,368.62**	**2,000.45**
Total capital	2,315.01	1,836.25
Capital and net debt	**3,683.63**	**3,836.70**
Gearing ratio	**37%**	**52%**

41. Fair values of financial assets and liabilities and hierarchy

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
2. Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the Company is considered to be insignificant in valuation.
3. The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters, basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgment, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counter parties and believe them to be insignificant and not warranting a credit adjustment.

Fair value hierarchy

The following table provides the fair value measurement hierarchy of Company's financial asset and financial liabilities, grouped into Level 1 to Level 3 as described below:

Level 1- Quoted price (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2- Inputs other than quoted prices include within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3- Unobservable inputs for the asset or liability.

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the companies: -

	Note	Level	As at 31 March 2021 (₹in Crore)	As at 31 March 2020 (₹in Crore)	Valuation Techniques and Key Inputs
Financial assets /liabilities at fair value through amortised cost:					
(a) Financial assets					
Loans	5	3	1,084.86	934.86	Discounted cash flows
Other financial assets	6	3	304.03	247.87	Discounted cash flows
(b) Financial liabilities					
Borrowings - non current	14	3	1,219.61	1,799.03	Discounted cash flows
Borrowings - current	17	3	126.50	89.94	Discounted cash flows
Other financial liabilities	19	3	406.47	438.12	Discounted cash flows
Financial assets / liabilities at fair value through statement of profit or loss:					
Derivative Forward Contract (assets)	6	2	4.98	-	Forward foreign currency exchange rate
Derivative Forward Contract (liabilities)	19	2	-	11.08	Forward foreign currency exchange rate

There were no significant changes in the classification and no significant movements between the fair value hierarchy of assets and liabilities during financial year 2020-21.

Fair valuation of financial guarantees

Financial guarantees issued by the company on behalf of Jindal Stainless Limited have been measured at fair value through profit and loss. Fair value of said guarantees as at 31 March 2021, and 31 March 2020 have been considered at nil as estimated by the management and an independent professional.

42. Leases

The Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. The Company has leases for office building, warehouses and related facilities.

The following is the movement in lease liabilities and corresponding Right to use asset for leases classified under lease arrangements during the year ended March 31, 2021.

Right to use Asset Movement

(₹ in Crore)

Building	For the year ended 31 March 2021	For the year ended 31 March 2020
Right to use assets – opening balance	10.48	11.95
Addition during the year	-	-
Depreciation during the year	1.47	1.47
Right to use assets – closing balance	**9.01**	**10.48**

Lease obligation Movement

(₹ in Crore)

Building	For the year ended 31 March 2021	For the year ended 31 March 2020
Lease obligation – opening balance	11.06	11.95
Addition to lease obligation	-	-
Payment of lease	(2.06)	(2.05)
Addition as interest	1.06	1.16
Lease obligation – closing balance	**10.06**	**11.06**

The following is the break-up of current and non-current lease liabilities as at March 31, 2021.

(₹ in Crore)

Lease Liabilities	For the year ended 31 March 2021	For the year ended 31 March 2020
Current	1.19	1.03
Non Current	8.87	10.03
Lease obligation – closing balance	**10.06**	**11.06**

The table below provides details regarding contractual maturities of lease liabilities of non cancellable contractual commitments on undiscounted basis.

As at 31 March 2021

(₹ in Crore)

Lease Liabilities	Lease Payments	Interest expense	Net Present value
Less than one year	2.14	0.95	1.19
One to five years	6.69	2.73	3.96
More than five years	7.73	2.82	4.91
			10.06

As at 31 March 2020

(₹ in Crore)

Lease Liabilities	Lease Payments	Interest expense	Net Present value
Less than one year	2.09	1.06	1.03
One to five years	7.26	3.14	4.12
More than five years	9.27	3.36	5.91
			11.06

The statement of profit or loss shows the following amounts relating to leases.

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Depreciation on Right to use assets	1.47	1.47
Interest expense on lease liability (included in finance cost)	1.06	1.16
Expense relating to low value leases (included in administrative expenses)	2.43	2.79
Total	**4.96**	**5.42**

43. Information related to consolidated financial statements

The Company is listed on stock exchange in India, the Company has prepared consolidated financial statements as required under IND AS 110 Consolidated Financial Statements, Sections 129 of Companies Act, 2013 and listing requirements. The consolidated financial statements is available on Company's web site for public use.

44. Income tax reconciliation

Tax expenses

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Current tax	183.72	125.41
Deferred tax	(21.80)	(44.24)
Income tax change/(credit) for earlier years	(3.40)	0.06
Total	**158.52**	**81.23**

Effective tax reconciliation:

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows:

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Net income / (loss) before taxes	636.30	401.56
Enacted tax rates	25.168%	25.168%
Computed tax (income)/expense	160.14	101.06
Increase/(reduction) in taxes on account of:		
Expenses not allowed for tax purpose	1.78	2.35
Effect of change in tax rate	-	(22.24)
Deferred tax recognized for earlier years	0.60	0.46
Current tax recognized for earlier years	(4.00)	(0.40)
Income tax expense reported	**158.52**	**81.23**

45. Segment Reporting

As per IND AS 108 Operating Segment, segment information has been provided in notes to consolidated financial statements.

46. Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each Cash Generating Unit ('CGU') within the Company at which the goodwill or other assets are monitored for internal management purposes, within an operating segment.

The impairment assessment is based on higher of value in use and fair value less costs of disposal.

The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid term market conditions.

Assumption	Approach used to determining values
Sales volume	Average annual growth rate over the five-year forecast period; based on past performance and management's expectations of market development.
Sales price	Average annual growth rate over the five-year forecast period; based on current industry trends and including long term inflation forecasts for each territory.
Budgeted gross margin	Based on past performance and management's expectations for the future.
Other operating costs	Fixed costs of the CGUs, which do not vary significantly with sales volumes or prices. Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures. The amounts disclosed above are the average operating costs for the five-year forecast period.
Annual capital	Expected cash costs in the CGUs. This is based on the historical experience of management, and the planned refurbishment expenditure. No incremental revenue or cost savings are assumed in the value-in-use model as a result of this expenditure.
Long-term growth rate	This is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports.
Pre-tax discount rates	Reflect specific risks relating to the relevant segments and the countries in which they operate.

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A List of related parties & relationship (as identified by the Management)

(₹ in Crore)

		Country of Incorporation	Ownership Interest	
			31 March 2021	31 March 2020
a)	**Subsidiary companies**			
1	Jindal Stainless Steelway Limited	India	100.00%	100.00%
2	JSL Lifestyle Limited	India	73.37%	73.37%
3	Green Delhi BQS Limited	India	51.00%	51.00%
4	JSL Media Limited	India	100.00%	99.94%
5	JSL Logistics Limited	India	100.00%	100.00%
6	Jindal Strategic Systems Limited (w.e.f. 15.12.2020)	India	100.00%	-
b)	**Associates**			
1	Jindal Stainless Corporate Management Services Pvt. Ltd.	India	50.00%	50.00%
2	Jindal Stainless Limited	India	34.54%	34.54%
c)	**Subsidiaries, associates and joint ventures of parties listed in a & b above with whom transactions have taken place during the current and previous year**			
1	J S S Steel Italia Limited	India	Subsidiary of Jindal Stainless Steelways Limited (Associate upto 15.01.2021)	
2	Jindal Stainless FZE, Dubai	UAE	Subsidiary of Jindal Stainless Limited	
3	PT Jindal Stainless Indonesia	Indonesia	Subsidiary of Jindal Stainless Limited	
4	Iberjindal S.I.	Spain	Subsidiary of Jindal Stainless Limited	
5	Jindal Coke Limited	India	Associate of Jindal Stainless Limited	
6	Jindal United Steel Limited	India	Associate of Jindal Stainless Limited	
7	Jindal Lifestyle Limited (w.e.f. 16.12.2020)	India	Subsidiary of JSL Lifestyle Limited	
d)	**Trusts**			
1	Jindal Stainless (Hisar) Limited Group Gratuity Fund			
2	Jindal Stainless (Hisar) Limited (Ferro alloys) Group Gratuity Scheme			
3	Jindal Stainless (Hisar) Limited EPF Trust			
4	Jindal Stainless (Hisar) Welfare Fund			
e)	**Key Management Personnel with whom transactions have taken place during the current and previous year**			
1	Mr. Ratan Jindal		Chairman	
2	Mr. Abhyuday Jindal		Managing Director	
3	Mr. Jagmohan Sood		Whole Time Director	
4	Mr. Ramnik Gupta		Chief Financial Officer	
5	Mr. Bhartendu Harit		Company Secretary	
6	Mr. Kanwaljit Singh Thind		Independent Director(upto 01.11.2020)*	
7	Dr. Rajeev Uberoi		Independent Director(wef 11.12.2020)*	
8	Mr. Girish Sharma		Independent Director*	
9	Mr. Nirmal Chandra Mathur		Independent Director*	
10	Mrs. Arti Luniya		Independent Director*	
	*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24.			
f)	**Enterprises over which any person described in (e) along with their relatives is able to exercise significant influence with whom transactions have been taken place during the year**			
1	Jindal Defence Systems Private Limited (previously known as Jindal Defence Systems Limited)			
2	Jindal Advance Materials Private Limited			
3	JSL Global Commodities Pte. Ltd.			
4	Prime Stainless DMCC (w.e.f. 13.11.2019)			
5	Jindal Defence Trading Pvt. Limited			
6	Jindal Stainless Foundation			

B Transactions:

(₹ in Crore)

Description	For the year ended 31 March 2021			For the year ended 31 March 2020		
	Subsidiary (a)	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)	Subsidiary (a)	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)
Purchase of goods	**180.30**	**1,182.41**	**-**	**194.17**	**1,164.22**	**-**
Jindal Stainless Steelway Limited	167.99	-	-	179.10	-	-
JSL Lifestyle Limited	12.31	-	-	15.07	-	-
Jindal Stainless Limited	-	826.44	-	-	891.17	-
Jindal United Steel Limited	-	121.55	-	-	221.72	-
Jindal Coke Limited	-	13.99	-	-	21.90	-
Prime Stainless DMCC	-	52.63	-	-	29.43	-
JSL Global Commodities Pte Limited	-	166.43	-	-	-	-
PT. Jindal Stainless Indonesia	-	1.37	-	-	-	-
Sale of goods	**1,106.82**	**682.54**	**-**	**893.13**	**816.91**	**-**
Jindal Stainless Steelway Limited	1,026.32	-	-	759.39	-	-
JSL Lifestyle Limited	80.50	-	-	133.74	-	-
PT. Jindal Stainless Indonesia	-	39.38	-	-	32.22	-
Iberjindal S.I.	-	36.12	-	-	113.64	-
Jindal Stainless Limited	-	380.78	-	-	575.12	-
JSL Global Commodities Pte. Ltd.	-	102.82	-	-	95.93	-
J S S Steel Italia Limited	-	12.72	-	-	-	-
Prime Stainless DMCC	-	110.49	-	-	-	-
Jindal Advance Materials Pvt. Limited	-	0.23	-	-	-	-
Purchase of fixed assets	**-**	**-**	**-**	**0.03**	**-**	**-**
Jindal Stainless Steelway Limited	-	-	-	0.03	-	-
Sale of fixed assets	**-**	**-**	**-**	**0.39**	**-**	**-**
JSL Lifestyle Limited	-	-	-	0.39	-	-
Job charges received	**-**	**1.32**	**-**	**-**	**44.22**	**-**
Jindal Stainless Limited	-	1.32	-	-	44.22	-

Notes to the financial statements for the year ended 31 March 2021

(₹ in Crore)

Description	For the year ended 31 March 2021			For the year ended 31 March 2020		
	Subsidiary (a)	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)	Ownership Interest	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)
Job work charges paid	**18.94**	**-**	**-**	**37.23**	**0.02**	**-**
Jindal Stainless Steelway Limited	18.80	-	-	37.20	-	-
JSL Lifestyle Limited	0.14	-	-	0.03	-	-
Jindal Stainless Limited	-	-	-	-	0.02	-
Commission on sale/purchase paid	**-**	**7.24**	**-**	**-**	**12.91**	**-**
Jindal Stainless FZE, Dubai	-	2.09	-	-	9.05	-
JSL Global Commodities Pte. Ltd.	-	3.84	-	-	3.63	-
Prime Stainless DMCC	-	1.31	-	-	0.23	-
Freight Paid	**-**	**0.35**	**-**	**-**	**2.94**	**-**
Jindal Stainless Limited	-	0.35	-	-	2.94	-
Jindal Coke Limited (₹39,248)	-	-	-	-	0.00	-
Receiving of services (remuneration paid)	**-**	**-**	**13.14**	**-**	**-**	**20.11**
Mr. Ratan Jindal (commission)	-	-	-	-	-	10.68
Mr. Abhyuday Jindal (commission and remuneration)	-	-	9.93	-	-	6.54
Mr. Jagmohan Sood	-	-	1.87	-	-	1.65
Mr. Ramnik Gupta	-	-	0.97	-	-	0.91
Mr. Bhartendu Harit	-	-	0.37	-	-	0.34
Rent received	**2.73**	**0.81**	**-**	**2.83**	**0.77**	**-**
Jindal Stainless Steelway Limited	1.47	-	-	1.49	-	-
JSL Lifestyle Limited	1.26	-	-	1.34	-	-
Jindal Stainless Limited	-	0.71	-	-	0.71	-
Jindal Defence Systems Private Limited	-	0.09	-	-	0.06	-
Jindal Advance Materials Private Limited	-	-	-	-	0.01	-
Jindal Defence Trading Pvt Limited ₹ 47,390	-	0.00	-	-	-	-
Jindal Stainless Foundation ₹ 24,000	-	0.00	-	-	-	-
Rent paid	**0.30**	**1.62**	**-**	**0.28**	**1.53**	**-**
Jindal Stainless Steelway Limited	0.30	-	-	0.28	-	-
Jindal Stainless Limited	-	1.62	-	-	1.53	-
Interest income	**3.51**	**90.04**	**-**	**3.64**	**90.00**	**-**
JSL Lifestyle Limited	1.11	-	-	1.24	-	-
Green Delhi BQS Limited *	2.25	-	-	2.25	-	-
Jindal Stainless Limited	-	90.04	-	-	90.00	-
JSL Media Limited *	0.15	-	-	0.15	-	-
Interest expense	**0.96**	**-**	**-**	**2.01**	**-**	**-**
Jindal Stainless Steelway Limited	0.96	-	-	2.01	-	-
Bad Debts written off	**-**	**-**	**-**	**-**	**0.00**	**-**
J S S Steel Italia Limited (₹ 5,723)	-	-	-	-	0.00	-

Notes to the financial statements for the year ended 31 March 2021

(₹ in Crore)

Description	For the year ended 31 March 2021			For the year ended 31 March 2020		
	Subsidiary (a)	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)	Ownership Interest	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)
Consultancy charges paid	**-**	**55.13**	**-**	**-**	**60.33**	**-**
Jindal Stainless Corporate Management Services Pvt. Ltd.		55.13	-	-	60.33	-
Operating & maintenance services charged	**32.50**	**-**	**-**	**47.97**	**-**	**-**
Jindal Stainless Steelway Limited	32.50	-	-	47.97	-	-
Faciliation charges received	**0.21**	**-**	**-**	**-**	**-**	**-**
JSL Lifestyle Limited	0.21	-	-	-	-	-
Sharing of exp. reimbursed/to be reimbursed	**-**	**5.76**	**-**	**0.20**	**3.64**	**-**
JSL Lifestyle Limited	-	-	-	0.20	-	-
Jindal Stainless Limited	-	5.76	-	-	3.64	-
Jindal United Steel Limited ₹16,056	-	0.00	-	-	-	-
Sharing of exp. recovered / to be recovered	**0.06**	**-**	**-**	**-**	**0.01**	**-**
JSL Lifestyle Limited	0.06	-	-	-	-	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	-	-	-	-	0.01	-
Loan Given	**-**	**150.00**	**-**	**-**	**-**	**-**
Jindal Stainless Limited	-	150.00	-	-	-	-
Guarantee/ counter guarantee given	**27.98**	**-**	**-**	**32.45**	**-**	**-**
Jindal Stainless Steelway Limited	21.92	-	-	14.98	-	-
JSL Lifestyle Limited	6.06	-	-	17.47	-	-
Contribution towards trusts	**-**	**32.09**	**-**	**-**	**34.34**	**-**
Jindal Stainless (Hisar) Limited Group Gratuity Fund	-	4.12	-	-	5.31	-
Jindal Stainless (Hisar) Limited (Ferro alloys)	-	0.03	-	-	0.20	-
Group Gratuity Scheme						
Jindal Stainless (Hisar) Limited EPF Trust	-	27.01	-	-	27.97	-
Jindal Stainless (Hisar) Welfare Fund	-	0.93	-	-	0.86	-
Outstanding balance						
Letter of comfort given	**82.35**	**-**	**-**	**181.01**	**-**	**-**
Jindal Stainless Steelway Limited	42.96	-	-	136.50	-	-
JSL Lifestyle Limited	39.39	-	-	44.51	-	-
Guarantee/ counter guarantee given	**59.46**	**4,298.51**	**-**	**97.18**	**4,841.62**	**-**
Jindal Stainless Steelway Limited	37.02	-	-	79.71	-	-
JSL Lifestyle Limited	22.44	-	-	17.47	-	-
Jindal Stainless Limited	-	4,298.51	-	-	4,841.62	-
Loans & advances	**37.22**	**1,295.29**	**-**	**35.99**	**1,062.00**	**-**
JSL Media Limited	1.21	-	-	1.21	-	-
JSL Lifestyle Limited **	14.60	-	-	13.38	-	-
Green Delhi BQS Limited	21.41	-	-	21.40	-	-
Jindal Stainless Limited @	-	1,295.29	-	-	1,062.00	-

Notes to the financial statements for the year ended 31 March 2021

(₹ in Crore)

Description	For the year ended 31 March 2021			For the year ended 31 March 2020		
	Subsidiary (a)	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)	Ownership Interest	Associates & Other Parties (b,c,d & f)	Key Management Personnels (e)
Advance against supplies/services	**3.43**	**6.64**	**-**	**3.43**	**8.80**	**-**
JSL Media Limited	3.43	-	-	3.43	-	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	-	6.64	-	-	8.80	
Receivables	**75.88**	**105.38**	**-**	**124.89**	**98.07**	**-**
Jindal Stainless Steelway Limited	61.15	-	-	64.21	-	-
JSL Lifestyle Limited	14.71	-	-	60.68	-	-
PT. Jindal Stainless Indonesia	-	56.12	-	-	48.18	-
Iberjindal S.I.	-	8.45	-	-	36.99	-
Green Delhi BQS Limited	0.01	-	-	0.01	-	-
Jindal Defence Systems Pvt. Limited (₹ 13,637)	-	0.00	-	-	0.01	-
Jindal Advance Materials Pvt. Limited (₹ 6,018)	-	0.23	-	-	0.00	-
JSL Global Commodities Pte. Ltd.	-	35.91	-	-	12.89	-
Jindal United Steel Limited (₹ 22,584)	-	-	-	-	0.00	-
Prime Stainless DMCC	-	4.67	-	-	-	-
Payables	**4.37**	**28.43**	**-**	**4.19**	**45.71**	**-**
Jindal Stainless Steelway Limited	2.02	-	-	2.49	-	-
JSL Lifestyle Limited	2.35	-	-	1.70	-	-
PT. Jindal Stainless Indonesia	-	1.57	-	-	0.76	-
Jindal Stainless FZE, Dubai	-	0.69	-	-	2.40	-
Jindal Stainless Limited	-	2.89	-	-	23.28	-
Jindal Coke Limited	-	1.32	-	-	3.66	
Prime Stainless DMCC	-	3.34	-	-	15.17	-
JSL Global Commodities Pte. Ltd.	-	14.06	-	-	0.44	-
Jindal United Steel Limited	-	4.56	-	-	-	-
Remuneration payable	**-**	**-**	**2.43**	**-**	**-**	**1.35**
Mr. Ratan Jindal	-	-	-	-	-	1.19
Mr. Abhyuday Jindal	-	-	2.25	-	-	-
Mr. Jagmohan Sood	-	-	0.11	-	-	0.09
Mr. Ramnik Gupta	-	-	0.05	-	-	0.05
Mr. Bhartendu Harit	-	-	0.02	-	-	0.02

Note :- Above to be read with note no. 31 (D).

* written off

** Includes loan of ₹ 12.26 crore (₹ 12.26 crore)

@ Includes Inter corporate loan amounting to ₹ 1,050.00 crore (₹ 900.00 crore) together with interests accrued during financial years 2018-19, 2019-20 & 2020-21. For the financial year 2021-22, the interest would accrue on the aggregate outstanding amount on monthly basis. The cumulative amount including accumulated interest is repayable in one or more instalment by the earlier of (a) 31 March 2023 or (b) the effective date of scheme of arrangement or (c) such other date as may be mutually agreed between the company and Jindal Stainless Limited.

Compensation to key management personnel

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Short-term employee benefits*	13.14	20.11
Total Compensation to key management personnel	**13.14**	**20.11**

* As the future liability for gratuity & leave encasement is provided on an actuarial basis for the company as a whole, the amount pertaining to individual is not ascertainable and therefore not included above.

48 Disclosures as per Indian Accounting Standard (IND AS) 115 'Revenue from contracts with customers'

A Disaggregation of revenue

The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing anduncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31 March 2021

(₹ in Crore)

Revenue from operations	Goods *	Services	Other operating revenue	Total
Revenue by geography				
Domestic *	7,487.83	1.09	50.71	7,539.63
Export	860.07			860.07
Total	**8,347.90**	**1.09**	**50.71**	**8,399.70**
Revenue by time				
Revenue recognised at point in time				8,398.61
Revenue recognised over time				1.09
Total				**8,399.70**

* Export benefit has been included in domestic revenue

For the year ended 31 March 2020

(₹ in Crore)

Revenue from operations	Goods *	Services	Other operating revenue	Total
Revenue by geography				
Domestic *	7,142.11	36.58	72.85	7,251.54
Export	1,088.15			1,088.15
Total	**8,230.26**	**36.58**	**72.85**	**8,339.69**
Revenue by time				
Revenue recognised at point in time				8,303.11
Revenue recognised over time				36.58
Total				**8,339.69**

* Export benefit has been included in domestic revenue

B. Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous period's. Same has been disclosed as below:

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	28.16	22.47
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

C. Assets and liabilities related to contracts with customers

(₹ in Crore)

Description	As at 31 March 2021		As at 31 March 2020	
	Non-current	Current	Non-current	Current
Contract assets related to sale of goods				
Trade receivables	-	753.18	-	679.82
Contracts liabilities related to sale of Goods				
Advance from customers	-	31.32	-	28.16

D. Reconciliation of revenue recognised in Statement of Profit and Loss with Contract price

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Contract price	8,586.62	8,491.74
Less: Discount, rebates, credits etc.	186.92	152.05
Revenue from operations as per Statement of Profit and Loss	**8,399.70**	**8,339.69**

49 Retirement benefit obligations

Expenses recognised for defined contribution plans

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Company's contribution to provident fund	3.11	3.21
Company's contribution to employee state insurance	0.14	0.15
Company's contribution to national pension scheme	0.81	0.77
Total	**4.06**	**4.13**

Expenses recognised for defined benefit plans

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Company's contribution to provident fund	4.10	4.57
Total	**4.10**	**4.57**

Below tables sets forth the changes in the projected benefit obligation and plan assets and amounts recognised in the standalone balance sheet as at 31 March 2021 and 31 March 2020, being the respective measurement dates.

A. Change in defined benefit obligation

(₹ in Crore)

	Gratuity (Funded)	Leave Encashment (Unfunded)
Defined benefit obligation at 01 April 2019	**40.15**	**9.99**
Service cost		
Current service cost	2.62	0.97
Interest expense	3.00	0.68
Cash flows		
Benefit payments	(2.38)	(2.53)
Remeasurements		
Due to change in financial assumptions	1.63	0.27
Due to experience adjustments	(0.87)	1.60
Defined benefit obligation at 31 March 2020	**44.15**	**10.98**
Service Cost		
Current service cost	2.73	0.85
Interest expense	2.87	0.65
Cash flows		
Benefit payments	(4.66)	(3.78)
Increase (decrease) due to effect of any business combinations	(0.24)	(0.02)
Remeasurements		
Due to change in financial assumptions	1.02	0.17
Due to experience adjustments	(2.60)	2.16
Defined benefit obligation at 31 March 2021	**43.27**	**11.00**

B. Change in fair value of plan assets-gratuity

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Fair value of plan assets at end of prior period	**37.29**	**31.92**
Interest income	2.50	2.54
Cash flows		
Total employer contributions	4.15	5.51
Benefit payments from plan assets	(4.66)	(2.38)
Remeasurements		
Return on assets (excluding interest income)	(0.27)	(0.30)
Fair value of plan assets at end of period	**39.02**	**37.29**

C. Recognized in statement of profit and loss

(₹ in Crore)

	Gratuity	Leave Encashment
Service cost		
Current service cost	2.62	0.97
Total service cost	**2.62**	**0.97**
Net interest cost		
Interest expense on define benefit obligation	2.84	0.68
Interest (income) on plan assets	(2.40)	-
Total net interest cost	**0.44**	**0.68**
Remeasurements of other long term benefits	**-**	**1.87**
For the year ended 31 March 2020	**3.06**	**3.52**
Service Cost		
Current service cost	2.73	0.85
Total service cost	**2.73**	**0.85**
Net interest cost		
Interest expense on define benefit obligation	2.70	0.65
Interest (income) on plan assets	(2.33)	-
Total net interest cost	**0.37**	**0.65**
Remeasurements of other long term benefits	**-**	**2.33**
For the year ended 31 March 2021	**3.10**	**3.82**

D. Recognized in other comprehensive income (OCI)

(₹ in Crore)

	Gratuity
Due to change in demographic assumptions (₹2,291)	0.00
Due to change in financial assumptions	1.70
Due to change in experience adjustments	(0.94)
Return on assets (excluding interest income)	0.30
For the year ended 31 March 2020	**1.06**
Due to change in demographic assumptions	-
Due to change in financial assumptions	1.03
Due to change in experience adjustments	(2.62)
Return on assets (excluding interest income)	0.27
For the year ended 31 March 2021	**(1.32)**

E. Expected cash flows for following year

(₹ in Crore)

Particulars	As at 31 March 2021	As at 31 March 2020
Year 1	2.41	2.94
Year 2	3.13	3.24
Year 3	3.55	3.90
Year 4	4.17	4.52
Year 5	5.57	4.73
Next 5 years	31.62	33.95

F. Current and non-current liability for gratuity and leave encashment

(₹ in Crore)

	Gratuity	Leave Encashment
As on 31 March 2020		
Current liabilities	0.02	2.64
Non current liabilities	6.84	8.35
As on 31 March 2021		
Current liabilities ₹ 10,239	0.00	2.60
Non current liabilities	4.25	8.40

G. Disaggregation of plan assets into classes

The weighted-average asset allocations at the period end were as follows:

(₹ in Crore)

	Unquoted	Unquoted
Insurance Company products	100%	100%

H. Actuarial assumptions

(₹ in Crore)

Particulars	As at 31 March 2021	As at 31 March 2020
Discount rate	6.40% P.a.	6.70% P.a.
Salary increase rate	5.50% P.a.	5.50% P.a.
Rate of return on plan assets	6.40% P.a.	6.70% P.a.
Mortality table	(IALM) (2006-08) (Modified)Ult.	(IALM) (2006-08) (Modified)Ult.
Disability	5.00% of Mortality Rate	5.00% of Mortality Rate
Withdrawal (rate of employee turnover)	Upto age 30 Years:3%	Upto age 30 Years:3%
	31-44 Years:2%	31-44 Years:2%
	45 and above:1%	45 and above:1%
Retirement Age	58 Years	58 Years
Weighted Average Duration	9 Years	9 Years

The assumption of future salary increases have been set after taking into account aspects relating to inflation, seniority, promotion and other relevant factors

The assumption of attrition rate has been set based on the expected turnover of the company

I. Sensitivity analysis (Effect on Gratuity)

(₹ in Crore)

Particulars	As at 31 March 2021	As at 31 March 2020
A. Discount Rate		
Discount Rate - 50 basis points	45.01	46.02
Assumptions	5.90% p.a.	6.20% p.a.
Discount Rate + 50 basis points	41.64	42.42
Assumptions	6.90% p.a.	7.20% p.a.
B. Salary increase rate		
Salary Rate - 50 basis points	41.72	42.49
Assumptions	5.00% p.a.	5.00% p.a.
Salary Rate + 50 basis points	44.92	45.93
Assumptions	6.00% p.a.	6.00% p.a.

"The company makes monthly contributions to Provident Fund managed by trust for qualifying employees. Under the scheme, the company is required to contribute a specified percentage of the payroll costs to fund the benefits. Employer established provident fund trusts are treated as Defined Benefit Plans, since the Company is obliged to meet interest shortfall, if any, with respect to covered employees. Accounting to the actuarial Valuation, the Defined Benefit Obligation of Interest Rate Guarantee on exempted Provident Fund in respect of employees of the company as on 31 March 2021 works out of ₹ Nil (₹ Nil) and hence no provision is required to be provided for in the books of account towards the guarantee for notified interest rates."

Actuarial assumptions

(₹ in Crore)

Particulars	As at 31 March 2021	As at 31 March 2020
Discount rate	6.40% p.a.	6.70% p.a.
Rate of return on plan assets	8.50% p.a.	8.50% p.a.
Guaranteed Rate of return	8.50% p.a.	8.50% p.a.

50 Earning Per Share (EPS) computed in accordance with Ind AS 33 " Earning Per Share "

	For the year ended 31 March 2021	For the year ended 31 March 2020
Net Profit/(Loss) after tax as per statement of profit & loss (₹ in Crore)	477.78	320.33
Weighted average no. of equity shares for basic/diluted EPS (No's)	23,59,34,685	23,59,34,685
Basic/Diluted EPS per share (in ₹)	20.25	13.58
Face value per share (in ₹)	2.00	2.00

51 A) Auditors Remuneration includes the following

		For the year ended 31 March 2021	For the year ended 31 March 2020
(i)	**Payment to auditors**		
	Audit fee	0.26	0.24
	Certification work	0.05	0.02
	Other services	0.16	0.11
	Out of pocket expenses	0.01	0.03
		0.48	**0.40**
(ii)	**Payment to branch auditors**		
	Audit fee	0.03	0.04
	Tax audit fees	0.01	0.01
	Other capacity [₹ 48,400 (₹ 49,668)]	0.00	0.00
	Certification work	0.01	0.02
	Out of pocket expenses	-	-
		0.06	**0.07**
	Total	**0.54**	**0.47**
(B)	**Payment to Cost auditors**		
	Audit fee	0.02	0.02
	Out of pocket expenses ₹ 4,000	0.00	-
	Total	**0.02**	**0.02**

52 Capital work-in-progress (CWIP) includes technical know-how and supervision fees, taxes, machinery under installation/in transit, pre-operative expenses and other assets under erection. Details is as under:-

	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening balance	105.50	88.08
Add: Additions during the year	158.49	134.42
Less: Capitalisation during the year	82.06	117.00
Closing balance	**181.93**	**105.50**

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A. C.I.F. VALUE OF IMPORTS

	For the year ended 31 March 2021	For the year ended 31 March 2020
Raw material	930.38	988.46
Stores & spares	229.39	149.00
Capital goods	113.66	70.55

B. EXPENDITURE IN FOREIGN CURRENCY

		For the year ended 31 March 2021	For the year ended 31 March 2020
i)	Export selling expenses	9.37	17.23
ii)	Interest	3.80	10.44
iii)	Travelling	0.09	0.60
iv)	Legal & professional expenses	4.37	0.34
v)	Quality claim	24.12	4.20
vi)	Others	5.61	6.63

C. EARNINGS IN FOREIGN CURRENCY

	For the year ended 31 March 2021	For the year ended 31 March 2020
F.O.B. value of export	870.36	1,103.84

D. Remittance of dividend on equity shares **NIL** **NIL**

54 No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of financial statements.

55 Previous years' figures have been re-arranged and regrouped wherever considered necessary. Figures less than Rs. 50000 have been shown as absolute number. Figures in bracket indicate previous year figures.

Notes to the financial statements for the year ended 31 March 2021

56 Note 1 to 56 are annexed to and form an integral part of the balance sheet and statement of profit & loss.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF JINDAL STAINLESS (HISAR) LIMITED

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of JINDAL STAINLESS (HISAR) LIMITED (herein after referred to as "the Holding Company") and its subsidiaries (including step down subsidiaries) ("the Holding Company & its subsidiaries (including step down subsidiaries)"together referred as "the Group") and its associates, which comprise of the Consolidated Balance Sheet as at March 31,2021, the Consolidated statement of profit and loss (including other comprehensive income), the Consolidated statement of cash flows and the consolidated statement of changes in equity for the year then ended ,and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information in which are included the Return for the year ended on that date audited by the branch auditor of the Holding Company's branch located at Kothavalasa in Vizianagaram district, Andhra Pradesh (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries (including step down subsidiaries) and associates referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs (consolidated financial position) of the Group and its associates as at March 31, 2021, and its consolidated profit (financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report referred to the in the sub-paragraphs (a) to (c) of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries (including step down subsidiaries) and associates, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters	How our audit addressed the Key Audit Matters
Contingent liabilities (Holding Company) The Company (Holding Company) faces a number of actual legal and regulatory proceedings. The determination of the provision and/or the level of disclosure required involves a high degree of judgement resulting in provisions and contingent liabilities being considered as a key audit matter	We evaluated the design and tested operating effectiveness of controls in respect of determination of the contingencies. We determined that the operation of the controls provided to us with evidence over the completeness, accuracy and valuation of the guarantees by an independent valuer; We read the summary of litigation matters provided by management and held discussions with Company's legal department/ advisors and read determinations and judgements made by the Court/ legal authority(s). We requested legal letters from some of the external legal advisors with respect to the matters included in the summary. Where appropriate we examined correspondence connected with the cases; For litigation provisions/ contingencies, we tested the calculation, assessed the estimates against historical trends. We considered management's judgements on the level of provisioning/ contingencies to be appropriate. We also evaluated appropriateness of the disclosures in Note no. 31 and 36 of consolidated financial statements which we considered appropriate.
Revenue Recognition(Holding Company) Revenue from the sale of goods (hereinafter referred to as "Revenue") is recognized when the Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery. The timing of revenue recognition is relevant to the reported performance of the Company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred. Refer Note 1of the Consolidated Financial Statements – Significant Accounting Policies	Our procedures included: • Evaluating the integrity of the general information and technology control environment and testing the operating effectiveness of key IT application controls. • Evaluating the design and implementation of Company's controls in respect of revenue recognition. • Testing the effectiveness of such controls over revenue cut off at year-end. • Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognized in the correct period. • Performing analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing. • Assessing the appropriateness of the Company's revenue recognition accounting policies in line with IND AS 115 ("Revenue from Contracts with Customers") and testing thereof.
For Key Audit Matters identified by Component Auditors, refer "Annexure I" attached herewith (as stated in respective audit reports).	

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this Auditors' Report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated state of affairs (consolidated financial position), Consolidated financial performance (consolidated statement of profit and loss including other comprehensive income), Consolidated cash flows and consolidated statement of changes in Equity of the Group and its associates in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the Companies included in the Group and its Associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its Associates and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient

and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the holdingCompany, subsidiary companies (including step down subsidiaries), and associates incorporated in India (based on the auditors' report of respective companies) company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision andperformance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statementsof five (5) subsidiaries / step down subsidiaries, namely, JSL Lifestyle Limited, JSL Media Limited, Green Delhi BQS Limited, Jindal Lifestyle Limited and J.S.S. Steelitalia Limited; included in the consolidated financial statements whosefinancial statements reflect total assets ofRs.259.05 crores as at March 31, 2021, total revenues of Rs.282.24crores and cash flows(net) of Rs.(0.49) crores for the year ended on that date, as considered in the consolidated financial statements. We did not audit the financial statements of two (2)associates, namely Jindal Stainless Corporate Management Services Pvt. Limited and Jindal Stainless limited; in whose financial statements the Company's share of profit is Rs.145.75 crores and total Comprehensive Income of Rs.151.11crores for the year ended on March 31, 2021. These financial statements have been audited by other auditors whose report have been furnished to us by the management and our opinion on the statement, in so far as it relates to the amounts and disclosures included in respect of subsidiaries/ step down subsidiaries and associates, is based solely on the reports of the other auditors.

(b) Financial statements of three (3)subsidiary companies namely Jindal Stainless Steelway Limited, Jindal Strategic Systems Limited and JSL Logistic Limited; which reflect total assets of Rs. 477.31 crores as at March31, 2021, total revenue of Rs. 1,874.06 crores and cash flows(net) of Rs.0.13 crores for the year ended on that date, have been audited by one of the joint auditors of the Holding Company.

(c) We did not audit the financial statements of one branch of Holding Company included in consolidated financial statements of the Company whose financial statements reflect total assets of Rs.47.68 crores as at March 31, 2021 and the total revenue of Rs. 6.17 crores for the year ended on that date, as considered in consolidated financial statements, has been audited by the branch auditor whose report has been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branch, is based solely on the report of such branch auditor.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on other legal and regulatory requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The Consolidated balance sheet, the Consolidated statement of profit and loss, the Consolidated statement of cash flows and Consolidated statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies (including step down subsidiaries) and associate companies incorporated in India, none of

the Directors of the Group and its Associate companies incorporated in India is disqualified as on March 31, 2021from being appointed as a Director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Group (Holding and Subsidiary Companies (including step down subsidiaries)) and its associates companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure- A"; and

(g) With respect to the other matters to be included in the Auditors' report in accordance with the requirements of Section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us and on the consideration of the reports of the other auditors, referred to in other matter paragraph, on separate financial statements / consolidated financial statements of the subsidiaries/step down subsidiaries and its associates, we report that the remuneration paid by the Group and its associates to its directors during the year is in accordance with the provisions of section 197 of the Act, to the extent applicable.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements of the subsidiaries (including step down subsidiaries) and associates:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its Associates- Refer Note 31, 36, 37 and 50 to the consolidated financial statements.

ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivatives contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the holding company, its subsidiaries(including step down subsidiaries) and Associate Companies incorporated in India.

For **LODHA & CO.**
Chartered Accountants
ICAI-FRN: 301051E

N.K. LODHA
Partner
Membership No. 085155

UDIN:21085155AAAACJ4664
Place: New Delhi
Date: May 18, 2021

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
ICAI-FRN: 000756N

AMIT GOEL
Partner
Membership No. 500607

UDIN:21500607AAAAGA5323
Place: New Delhi
Date: May 18, 2021

Annexure I

Component	Description of Key Audit Matter	How our audit addressed the key audit matter
Jindal Stainless Limited (an Associate)	**Carrying amount of investment in an associate company and net assets of a subsidiary company** The Group has investment in equity instruments of its associate company, Jindal United Steel Limited amounting to ₹ 158.21 crores and carries net assets amounting to ₹ 39.50 crores in respect of a subsidiary, PT. Jindal Stainless Indonesia in its consolidated financial statements. The Group assesses recoverability of the investment in associate and net assets of the subsidiary, which is a cash generating unit ('CGU'), when impairment indicators exist by comparing the fair value (less costs of disposal) of investment in associate and value in use of CGU with carrying amounts thereof as on the reporting date in accordance with Ind AS 36, Impairment of Assets. The fair value of the investment in associate and value in use of the CGU is determined by a management-appointed independent valuation specialist based on discounted cash flow ('DCF') method. The process of computation of such fair value (less costs of disposal) and value in use using DCF method is complex. Management's assessment of such valuations requires estimation and judgement around assumptions used. The key assumptions underpinning management's assessment include, but are not limited to, projections of future cash flows, growth rates, discount rates, estimated future operating and capital expenditure. The application of significant judgment in this matter required substantial involvement of internal valuation experts on the audit engagement. Accordingly, assessment of impairment losses to be recognised, if any, on the carrying amounts of investment in the associate company and net assets of the CGU has been considered as be a key audit matter for current year's audit.	Our audit procedures were focused on obtaining sufficient appropriate audit evidence that the carrying amounts of investment in the associate, Jindal United Steel Limited and net assets of the subsidiary, PT. Jindal Stainless Indonesia are not materially misstated. These procedures included, but were not limited to, the following: We obtained an understanding of management's processes and controls for determining the fair valuation of investment in associate and value in use of the CGU. The understanding was obtained by performance of walkthroughs which included inspection of documents produced by the Group and discussion with those involved in the process of valuation. In addition to the evaluation of design and testing the operating effectiveness of controls implemented for identification of impairment indicators and measurement of impairment provisions, we also performed the following procedures: • Assessed the qualification and objectivity of the management-appointed independent valuation specialist to determine the fair value of investment in associate and value in use of the CGU; • Assessed the appropriateness of valuation methodology used with the help of an auditor's expert, and tested the mathematical accuracy of management's model; • Reconciled the cash flow projections to the business plans approved by the Group's management; • Challenged the management's assessment of underlying assumptions used for the cash flow projections including the implied growth rates, considering evidence available including the impact of COVID-19 pandemic, where appropriate to support these assumptions and our understanding of the business; • Tested the discount rate and long-term growth rates used in the forecast including comparison to economic and industry forecasts where appropriate; • Evaluated the sensitivity analysis performed by management in respect of the key assumptions such as discount and growth rates to ensure there was

	Description of Key Audit Matter	How our audit addressed the key audit matter
		sufficient headroom with respect to the estimation uncertainty impact of such assumptions on the fair value and value in use calculation; • Engaged internal and external valuation experts to obtain additional comfort on the valuation technique used by management's valuation expert; • Obtained written representations from management and those charged with governance on whether the significant assumptions used in valuation of the investment in the associate company and value in use of the CGU are considered reasonable; • Ensured that disclosure in relation to investment in associate and net assets of subsidiary have been appropriately made in the consolidated financial statements including the related impairment indicators.
	Recoverability of Minimum Alternate Tax (MAT) Credit As at 31 March 2021, the Holding Company has recognised Minimum Alternate Tax (MAT) credit amounting 77.65 crores, within deferred tax assets. On that date, the Holding Company also has unabsorbed depreciation amounting to 1,662.15 crores. The recognition of a deferred tax asset in the form of MAT credit is based on management's estimate of taxable and accounting profits in future, which are underpinned by the Holding Company's price assumptions and business plans, and tax adjustments required to be made in the taxable profit computations, as per the provisions of Income Tax Act, 1961 (IT Act). Estimating recoverability of MAT credit also requires significant judgments, including the timing of reversals of unabsorbed depreciation. Considering the materiality of the amounts involved and inherent subjectivity requiring significant judgment involved in the determination of utilization of MAT credit through estimation of future taxable profits, this area was considered to be of most significance to the audit	Our procedures in relation to assessment of MAT credit recognised as at reporting date included, but were not limited to, the following: • Obtained and updated our understanding of the management's process of computation of future accounting and taxable profits of the Holding Company, and expected utilization of available MAT credit within specified time period as per provisions of the IT Act. • Evaluated the design of and tested the operating effectiveness of controls around the preparation of underlying business plans, future taxable profit computation, and assessment of recognition of MAT credit at year end. • Reconciled the business results projections to the future business plans approved by the Holding Company's board of directors; • Challenged the management's assessment of underlying assumptions used for the business results projections including expected capacity expansion and utilisation, implied growth rates and expected prices considering evidence available to support these assumptions and our understanding of the business; • Tested the growth rates used in the forecast by comparing them to past trends and to economic and

Component	Description of Key Audit Matter	How our audit addressed the key audit matter
	and determined to be a key audit matter for current year's audit.	industry forecasts where appropriate including the impact of COVID-19 pandemic; • Performed independent sensitivity analysis in respect of the key assumptions such as growth rates to ensure there was sufficient headroom with respect to the estimation uncertainty impact of such assumptions on the timing of reversal of unabsorbed depreciation and utilisation of MAT credit; • Tested the computations of future taxable profits, including testing of the adjustments made in such computations with respect to tax-allowed and tax-disallowed items, other tax rebates and deductions available to the Holding Company, and tested the computation of MAT liability in such future years, in accordance with the provisions of the IT Act. • Evaluated the historical accuracy of the estimates made in the prior periods with respect to business projections and aforesaid tax computations. • Tested the mathematical accuracy of management's projections and tax computations. • Based on aforesaid computations, assessed the appropriateness of management's estimate of likelihood of utilization of MAT credit within the time period specified and in accordance with the provisions of the IT Act. • Engaged the internal tax experts to assess the accuracy of MAT credit recognised in the consolidated financial statements. • Evaluated the appropriateness and adequacy of the disclosures related to MAT credit in the consolidated financial statements in accordance with the applicable accounting standards.

INDEPENDENT AUDITOR'S REPORT

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF JINDAL STAINLESS (HISAR) LIMITED

Report on the internal financial controls over financial reporting under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of consolidated financial statements of the Company as of and for the year ended March 31, 2021, we have audited the internal financial controls over financial reporting of JINDAL STAINLESS (HISAR) LIMITED ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries (incorporated in India) together referred to as "the Group") and its associates which are companies incorporated in India and in which are incorporated the Return audited by the branch auditor of the Holding Company's branch at Kothavalasa in Vizianagaram district, Andhra Pradesh, as of that date.

Management's responsibility for internal financial controls

The respective board of directors of Holding Company, its subsidiary companies and its associates, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Noteon Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's responsibility

Our responsibility is to express an opinion on the Group and its associates internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance note") and the Standards on Auditing, issued by the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the other matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Group and its associates internal financial controls system over financial reporting.

Meaning of internal financial controls over financial reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance

regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company, its subsidiary companies and its associates which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other matters

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 8 subsidiary companies / set down subsidiary companies (including 3 subsidiary companies audited by one of the joint auditor of the Holding Company) and 2 associate companies which are companies incorporated in India, is based on the corresponding reports of the respective auditors of such companies incorporated in India and Return audited by the branch auditor of the Holding Company's branch at Kothavalasa in Vizianagaram district, Andhra Pradesh.

Our opinion is not modified in respect of this matters with respect to our reliance on the work done and the reports of the other auditors.

For **LODHA & CO.**
Chartered Accountants
ICAI-FRN: 301051E

N.K. LODHA
Partner
Membership No. 085155

UDIN:21085155AAAACJ4664
Place: New Delhi
Date: May 18, 2021

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants
ICAI-FRN: 000756N

AMIT GOEL
Partner
Membership No. 500607

UDIN:21500607AAAAGA5323
Place: New Delhi
Date: May 18, 2021

Consolidated balance sheet as at 31 March 2021

(₹ in Crore)

	Note	As at 31 March 2021	As at 31 March 2020
ASSETS			
Non-current assets			
Property, plant and equipment	2	1,871.20	2,006.32
Capital work-in-progress	52	183.36	106.87
Goodwill (includes goodwill on consolidation)	3	75.27	86.25
Other intangible assets	3	14.49	15.77
Investment in associates - equity method	4	797.68	646.57
Financial assets			
Investments	4	0.00	0.00
Loans	5	1,050.00	900.00
Other financial assets	6	36.50	34.16
Deferred tax assets (net)	7	9.01	0.09
Other non-current assets	8	8.02	31.41
Total non-current assets		**4,045.53**	**3,827.44**
Current assets			
Inventories	9	1,639.01	1,554.01
Financial assets			
Trade receivables	10	916.56	746.81
Cash and cash equivalents	11	8.38	19.60
Bank balances other than above	12	12.52	14.20
Other financial assets	6	302.49	241.88
Current tax assets (net)	13	0.61	0.81
Other current assets	8	121.17	179.12
Total current assets		**3,000.74**	**2,756.43**
Total Assets		**7,046.27**	**6,583.87**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	14	47.19	47.19
Other equity	14A	2,924.03	2,223.82
Total equity		**2,971.22**	**2,271.01**
Non-controlling interest	**14A**	**26.67**	**24.84**

Consolidated balance sheet as at 31 March 2021

(₹ in Crore)

	Note	As at 31 March 2021	As at 31 March 2020
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	15	1,250.41	1,828.64
Other financial liabilities	16	21.35	18.23
Provisions	17	18.18	20.87
Deferred tax liabilities (net)	18	17.00	37.71
Total non-current liabilities		**1,306.94**	**1,905.45**
Current liabilities			
Financial liabilities			
Borrowings	19	190.06	218.53
Trade payables			
Total outstanding dues of micro and small enterprises	20	32.61	50.43
Total outstanding dues of creditors other than micro and small enterprises	20	1,692.48	1,383.86
Other financial liabilities	16	458.64	469.21
Other current liabilities	21	257.83	252.51
Provisions	17	3.26	3.07
Current tax liabilities (net)	22	106.56	4.96
Total current liabilities		**2,741.44**	**2,382.57**
Total Equity and Liabilities		**7,046.27**	**6,583.87**
Significant Accounting Policies	1		

The accompanying significant accounting policies and notes form an integral part of these consolidated financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

Consolidated statement of profit and loss for the year ended 31 March 2021

(₹ in Crore)

	Note	For the year ended 31 March 2021	For the year ended 31 March 2020
INCOME			
Revenue from operations	23	9,400.29	9,379.00
Other income	24	107.22	132.86
Total Income		**9,507.51**	**9,511.86**
EXPENSES			
Cost of materials consumed	25	5,968.10	5,985.27
Purchases of stock in trade		387.97	248.36
Changes in inventories of finished goods, work in progress and stock in trade	26	(41.40)	51.60
Employee benefits expenses	27	227.42	235.21
Finance costs	28	250.94	322.77
Depreciation and amortization expenses	29	290.38	294.58
Other expenses	30	1,731.16	1,923.39
Total Expenses		**8,814.57**	**9,061.18**
Profit before exceptional items and tax		**692.94**	**450.68**
Share of profit from associates - equity method		145.75	25.92
Exceptional items - gain (net)	33	41.39	20.09
Profit before tax for the year		**880.07**	**496.69**
Tax expense			
Current tax		208.42	138.57
Deferred tax		(22.14)	(43.25)
Taxes in relation to earlier years		(1.80)	0.59
Net Profit for the year		**695.59**	**400.78**
Profit for the year attributable to:			
Owners of the parent		693.77	392.87
Non-controlling interest		1.82	7.91
		695.59	**400.78**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement gains / (losses) on defined benefit plans		1.45	(1.40)
Income tax effect on above		(0.37)	0.35
Share of other comprehensive income from associates		5.36	14.70
Other comprehensive income for the year		**6.44**	**13.65**
Other comprehensive income for the year attributable to:			
Owners of the parent		6.43	13.69
Non-controlling interest		0.01	(0.04)
		6.44	**13.65**
Total comprehensive income for the year		**702.04**	**414.43**
Total comprehensive income for the year attributable to:			
Owners of the parent		700.21	406.56
Non-controlling interest		1.83	7.87
		702.04	**414.43**

Consolidated statement of profit and loss for the year ended 31 March 2021

(₹ in Crore)

	Note	For the year ended 31 March 2021	For the year ended 31 March 2020
Earnings per share (in ₹)	47		
Basic		29.40	16.65
Diluted		29.40	16.65
Significant Accounting Policies	1		

The accompanying significant accounting policies and notes form an integral part of these consolidated financial statements.

In terms of our report of even date annexed hereto.

For and on behalf of the Board of Directors :

For **LODHA & CO.**
Chartered Accountants

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

ABHYUDAY JINDAL
Managing Director
DIN 07290474

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Whole Time Director
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(N.K. LODHA)
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Membership No. 500607
FRN 000756N

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

PLACE: New Delhi
DATED: 18 May 2021

Statement of changes in equity for the year ended 31 March 2021

EQUITY SHARE CAPITAL

(₹ in Crore)

At at 01 April 2019	Changes in equity share capital during 2019-20	At at 01 March 2020	Changes in equity share capital during 2020-21	At at 31 March 2021
47.19	-	47.19	-	47.19

OTHER EQUITY

(₹ in Crore)

	Surplus				Items of other comprehensive income	Total	Non-Controlling Interest
	Capital reserve	Securities premium	General Reserve	Retained earnings	Re-measurement of the net defined benefit plans(net of tax)		
Balance as at 01 April 2019	**0.05**	**562.94**	**-**	**1,244.20**	**(1.60)**	**1,805.59**	**47.49**
Profit for the year 2019-20	-	-	-	392.87	-	392.87	7.91
Other comprehensive income for the year 2019-20	-	-	-	-	13.69	13.69	(0.04)
Transition of non controlling interest of subsidiaries due to change in shareholding	0.04	2.64	6.34	18.42	(0.03)	27.41	(30.53)
Change in associate shareholding	-	-	-	(3.55)	(12.19)	(15.74)	-
Balance as at 31 March 2020	**0.09**	**565.58**	**6.34**	**1,651.94**	**(0.13)**	**2,223.82**	**24.84**
Profit for the year 2020-21	-	-	-	693.77	-	693.77	1.82
Other comprehensive income for the year 2020-21	-	-	-	-	6.43	6.43	0.01
Balance as at 31 March 2021	**0.09**	**565.58**	**6.34**	**2,345.71**	**6.30**	**2,924.03**	**26.67**

The accompanying significant accounting policies and notes form an integral part of these consolidated financial statements.

In terms of our report of even date annexed hereto.

For and on behalf of the Board of Directors :

For **LODHA & CO.**
Chartered Accountants

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

ABHYUDAY JINDAL
Managing Director
DIN 07290474

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RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

PLACE: New Delhi
DATED: 18 May 2021

Consolidated statement of cash flows for the year ended 31 March 2021

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
A.	**Cash flow from operating activities**		
	Profit before tax	**880.08**	**496.69**
	Adjustment for:		
	Depreciation and amortisation expenses	290.38	294.58
	Allowance for expected credit losses/bad debts (net)	13.48	5.81
	Effect of unrealised foreign exchange gain	(6.61)	(4.14)
	Mark to market of derivatives contract (gain)/loss	(16.06)	12.25
	Share of profit from associates-Equity Method	(145.75)	(25.92)
	Re-measurements of the net defined benefit Plans	6.81	13.30
	Finance costs	250.94	322.77
	Profit on sale of current investments	(0.02)	-
	Interest income	(97.76)	(99.73)
	Loss on sale/discard of property, plant & equipment (net)	2.87	0.97
	Operating profit before working capital changes	**1,178.36**	**1,016.58**
	Movement in working capital :		
	(Increase) / decrease in inventories	(85.00)	(76.71)
	(Increase) / decrease in trade receivables	(183.87)	136.81
	(Increase) / decrease in loans & advances and other assets	85.99	(81.32)
	Increase / (decrease) in liabilities and provisions	415.02	(118.46)
	Cash inflow from operating activities	**1,410.50**	**876.90**
	Income tax paid (net)	(105.19)	(167.15)
	Net cash inflow from operating activities	**1,305.31**	**709.75**
B.	**Cash flow from investing activities**		
	Bank deposits encashed/(made)	1.68	(6.70)
	Purchase of property,plant & equipment and intangible asset	(223.94)	(223.80)
	Loan given to related party	(150.00)	-
	Sales proceeds of property, plant & equipment	3.90	7.62
	Net proceeds on sale of Investments	0.02	-
	Interest received	12.93	17.63
	Net cash outflow from investing activities	**(355.41)**	**(205.25)**
C.	**Cash flow from financing activities**		
	Interest and finance charges paid	(164.82)	(309.05)
	Repayment of long term borrowings (net)	(766.01)	(198.87)
	Repayment of short term borrowings (net)	(27.12)	13.09
	Buy Back of Shares by Subsidiary	-	(3.11)
	Payment of lease liability	(3.17)	(5.58)
	Net cash outflow from financing activities	**(961.12)**	**(503.52)**
	Net changes in cash & cash equivalents	**(11.22)**	**0.98**
	Cash & cash equivalents (closing balance) (refer note no.11)	8.38	19.60
	Cash & cash equivalents (opening balance)(refer note no.11)	19.60	18.62
	Net changes in cash & cash Equivalents	**(11.22)**	**0.98**

Statement of cash flows for the year ended 31 March 2021

Reconciliation of liabilities arising from financing activities

(₹ in Crore)

	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Long term borrowing	Short term borrowing *	Long term borrowing	Short term borrowing *
Opening balance	**1,962.05**	**218.53**	**2,161.34**	**205.55**
Cash flows				
Repayment	(821.87)	(27.12)	(198.87)	-
Proceeds	55.86	-	-	13.09
Non cash				
Foreign exchange movement	-	(1.35)	-	(0.11)
Interest converted to loan on availment of moratorium	100.73	-	-	-
Fair value changes	(6.22)	-	(0.42)	-
Closing balance	**1,290.55**	**190.06**	**1,962.05**	**218.53**

* Short term borrowings are presented on net basis

The accompanying significant accounting policies and notes form an integral part of these financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

Notes to the consolidated financial statements for the year ended 31 March 2021

Note No. 1 : Basis of Consolidation and Significant Accounting Policies

1 General information

Jindal Stainless (Hisar) Limited ("the Company" or "the Parent Company") is a leading manufacturer /producer of stainless steel flat products in austenitic, ferritic, martensitic and duplex grades. The product range includes ferro alloys, stainless steel slabs and blooms, hot rolled coils, plates, cold rolled coils and specialty products such as razor blade steel, precision strips, coin blanks and long products.

The Parent and its subsidiaries (together referred as "the Group") are manufacturer of diverse range of steel products with its manufacturing facilities located in the state of Haryana, Andhra Pradesh, Tamil Nadu, Gujarat and Maharashtra in India.

2 Basis of preparation

The consolidated financial statements have been prepared complying in all material respects with the Indian Accounting Standards (IND AS) notified under section 133 of the Companies Act 2013, read with the Companies (Indian Accounting Standards) Rule 2015. The financial statements comply with IND AS notified by Ministry of Company Affairs (MCA). The Company has consistently applied the accounting policies used in the preparation of financial statement of all period presented.

The financial statements has been prepared considering all IND AS as notified and made applicable by MCA for reporting date i.e. 31 March 2021.

The preparation of the financial statements requires management to make estimates and assumptions. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years.

3 Changes in Significant accounting policies

Standards issued but yet not effective

Ministry of Corporate Affairs (MCA) notified new standard and amendments to the existing standards. There is no such notification, which would have been applicable from 01 April 2021.

4 Basis of consolidation of financial statements

i) The Company has prepared consolidated financial statements by consolidating its accounts with those of the followings as on 31 March 2021:

Name	Country of Incorporation	%Age Shareholding / Voting Power	
		31 March 2021	31 March 2020
Subsidiaries @			
Jindal Stainless Steelway Limited	India	100.00%	100.00%
JSL Lifestyle Limited	India	78.70%	78.70%
JSL Logistics Limited	India	100.00%	100.00%
Green Delhi BQS Limited	India	95.09%	95.09%
JSL Media Limited	India	100.00%	99.94%
Jindal Strategic Systems Limited*	India	100.00%	--
J.S.S. Steelitalia Limited**	India	100.00%	33.00%
Jindal Lifestyle Limited***	India	100.00%	--
Associates #			
Jindal Stainless Limited	India	34.54%	34.54%
Jindal Stainless Corporate Management services Pvt Ltd.	India	50.00%	50.00%

@ The control in subsidiary is gained when the Company is exposed to, or has rights to variable returns from its involvement with the entity and the ability to affect those returns through its power over the entity.
#An associate is entity over which the group has significant influence, i.e. the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.
*Subsidiary w.e.f 15 December 2020
**Associate upto 15 January 2021 and Subsidiary w.e.f 16 January2021
***Subsidiary w.e.f 16 December 2020

ii) The financial statements of parent Company and its subsidiaries have been consolidated on line-by-line basis by adding together book value of like items of assets, liabilities, income and expenses after eliminating intra-group balances and intra- group transactions in accordance with Ind AS 110 "Consolidated Financial Statement".

iii) Non-controlling interest represents the equity in a subsidiary not attributable, directly or indirectly to a Parent. Non-controlling interest in the net assets of the subsidiaries being consolidated is identified and presented in the consolidated balance sheet separately from the equity attributable to the Parent's shareholders and liabilities. Profit or loss and each component of other comprehensive income are attributed to parent and to the non-controlling interest. Impact of any insignificant and immaterial non-controlling interest is not considered.

iv) In case of associates, where Company holds directly or indirectly through subsidiaries 20% or more equity or / and exercises significant influence, investments are accounted for by using equity method in accordance with Ind AS 28 "Investments in Associates and Joint Ventures".

v) Post-acquisition, the Company accounts for its share in the change in net assets of the associates, through its statement of profit and loss, other comprehensive income and through its reserves for the balance.

vi) The difference between the cost of investment and the share of net fair value of investees' assets and liabilities at the time of acquisition of shares in the associates is identified in the financial statements as goodwill or capital reserve as the case may be. However goodwill is not separately recognised but included in the value of investments.

vii) The difference between the cost of investment at the time of acquisition of shares in the subsidiaries and the

share of net of the assets acquired and the liabilities assumed measured at their acquisition date fair values is identified in the financial statements as goodwill or capital reserve as the case may be.

viii) The accounting policies of the parent company, its subsidiaries and associates are largely similar.

ix) The deferred tax is recognised for temporary differences arising after elimination of profits and losses resulting from intragroup transactions.

x) Figures pertaining to the subsidiary companies have been reclassified wherever necessary to bring them in line with parent company's financial statements.

xi) Significant accounting policies of the financial statements of the company and its subsidiaries are set out in their respective Standalone Financial Statements.

5) Significant accounting policies

The significant accounting policies to prepare consolidated financial statements are in uniformity with the standalone financial statements of the Company. Following are the additional policies specifically considered for preparation of consolidated financial statements:

a) Business combination

Business combinations are accounted for using the acquisition method. The cost of acquisition is measured at the aggregate of the fair values at the date of exchange of assets given, liabilities incurred or assumed and equity instruments issued by the Company in exchange for control of the acquiree. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the recognition criteria are stated at their fair values at the acquisition date except certain assets and liabilities required to be measured as per the applicable standard.

The interest of non-controlling shareholders in the acquiree is initially measured at the non-controlling shareholders' proportionate share of the acquiree's identifiable net assets.

b) Deferred tax

The Company does not recognise deferred tax liability with respect to undistributed retained earnings of subsidiaries as the Company controls the timing of distribution of profits and it is probable that the subsidiaries will not distribute the profits in theforeseeable future.

c) Goodwill

Goodwill arising on an acquisition of business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or group of cash-generating units) that is expected to benefit from the synergies of the combination.

2. PROPERTY, PLANT AND EQUIPMENT

(₹ in Crore)

	Right to use of assets	Lease hold land	# Freehold land	# Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Total
GROSS CARRYING AMOUNT									
As at 01 April 2019	**-**	**8.56**	**331.28**	**459.30**	**2,685.79**	**11.72**	**32.29**	**5.64**	**3,534.58**
Additions	29.76	-	-	16.72	154.65	5.25	4.61	1.42	212.41
Disposal/adjustments	-	-	-	-	30.00	0.02	0.07	0.11	30.20
As at 31 March 2020	**29.76**	**8.56**	**331.28**	**476.02**	**2,810.44**	**16.94**	**36.83**	**6.95**	**3,716.79**
Additions	3.22	-	-	14.96	117.25	1.98	1.39	1.12	139.92
Disposal/adjustments	(0.48)	0.34	(2.74)	(4.39)	19.24	3.43	0.03	0.79	16.22
As at 31 March 2021	**33.46**	**8.22**	**334.02**	**495.37**	**2,908.45**	**15.49**	**38.19**	**7.28**	**3,840.49**
ACCUMULATED DEPRECIATION									
As at 01 April 2019	**-**	**1.87**	**-**	**139.17**	**1,274.82**	**6.77**	**15.83**	**2.84**	**1,441.30**
Charge for the year	6.51	0.03	-	26.23	251.48	2.87	3.22	0.46	290.80
Relating to Disposal/adjustments					21.58	0.02	0.00	0.03	21.63
As at 31 March 2020	**6.51**	**1.90**	**-**	**165.40**	**1,504.72**	**9.62**	**19.05**	**3.26**	**1,710.47**
Charge for the year	7.39	0.65	-	29.31	238.08	1.86	3.42	1.39	282.10
Relating to Disposal/adjustments	-	(0.39)	-	(2.10)	20.61	3.73	0.01	1.42	23.28
As at 31 March 2021	**13.90**	**2.94**	**-**	**196.81**	**1,722.19**	**7.75**	**22.46**	**3.23**	**1,969.29**
NET CARRYING AMOUNT									
As at 31 March 2020	**23.25**	**6.66**	**331.28**	**310.62**	**1,305.72**	**7.32**	**17.78**	**3.69**	**2,006.32**
As at 31 March 2021	**19.56**	**5.28**	**334.02**	**298.56**	**1,186.26**	**7.74**	**15.73**	**4.05**	**1,871.20**

Notes

#The Company has legally valid, clear & marketable title over the freehold land & buildings amounting to ₹ 318.12 crore and ₹ 3.24 crore respectively, vested in the company pursuant to the composite scheme of arrangement. Mutation of whole land at Hisar (other than 97 kanal of land amounting to ₹ 9.98 Crore) has been recorded by Land Revenue Department in the name of the Company.

3. GOODWILL AND INTANGIBLE ASSETS

(₹ in Crore)

	Goodwill	* Software	Bus Q Shelter Concession Rights	Total
GROSS CARRYING AMOUNT				
As at 01 April 2019	**86.25**	**17.44**	**50.26**	**153.95**
Additions	-	8.86	-	8.86
Disposals/adjustments	-	-	-	-
As at 31 March 2020	**86.25**	**26.30**	**50.26**	**162.81**
Additions	-	7.02	-	7.02
Disposals/adjustments	10.98	1.33	-	12.31
As at 31 March 2021	**75.27**	**31.99**	**50.26**	**157.52**
ACCUMULATED AMORTIZATION				
As at 01 April 2019	**-**	**6.75**	**50.26**	**57.01**
Charge for the year	-	3.78	-	3.78
Relating to disposals/adjustments	-	-	-	-
As at 31 March 2020	**-**	**10.53**	**50.26**	**60.79**
Charge for the year	-	8.28	-	8.28
Relating to disposals/adjustments	-	1.31	-	1.31
As at 31 March 2021	**-**	**17.50**	**50.26**	**67.76**
NET CARRYING AMOUNT				
As at 31 March, 2020	**86.25**	**15.77**	**-**	**102.02**
As at 31 March, 2021	**75.27**	**14.49**	**-**	**89.76**

* Amortised upto 5 Years

4. INVESTMENTS

(₹ in Crore)

		As at 31 March 2021			As at 31 March 2020		
		Nos.	Face Value (₹)	Amount	Nos.	Face Value (₹)	Amount
	NON - CURRENT INVESTMENTS						
	AT COST LESS PROVISION						
A	**Equity shares fully paid up of associate company-quoted**						
	Jindal Stainless Limited #	16,82,84,309	2	366.19	16,82,84,309	2	366.19
	Share in profit from associate - equity method			426.29			276.33
	TOTAL (A)			**792.48**			**642.52**
B	**Equity shares fully paid up of associate company-unquoted**						
	Jindal Stainless Corporate Management Services Pvt. Ltd.	5,000	10	0.01	5,000	10	0.01
	Share in profit from associate - equity method			5.19			4.04
	J.S.S. Steelitalia Limited	-	-	-	77,13,190	10	7.71
	Share in (loss) from associate - equity method $			-			(7.71)
	(till 15th January,2021)						
	TOTAL (B)			**5.20**			**4.05**
C	**Govt./Semi Govt. securities - non trade at fair value**						
	National Savings Certificate [₹ 1,500 (₹ 1,500)]*			0.00			0.00
	TOTAL (C)			**0.00**			**0.00**
	TOTAL - NON CURRENT INVESTMENT (A+B+C)			**797.68**			**646.57**
	Aggregate amount of quoted investments			792.48			642.52
	Aggregate market value of quoted investments			1,137.60			405.57
	Aggregate amount of unquoted investments			5.20			4.05

\# Pledge of 7,84,15,662 (7,84,15,662) shares in favour of lenders of Jindal Stainless Limited and pledge of 8,98,68,647 (8,98,68,647) shares in favour of lenders of the company. (Read with Note no 34(iv))

* Lodged with Government Authorities as security.

$ As per Para 38 of Ind AS-28 "Investments in associates" investor will recognise share of loss in associate upto its interest in associate, accordingly loss of ₹ 5.35 crore not recognised till 31 March, 2020.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
5	**NON CURRENT LOANS**		
	(Unsecured, considered good unless otherwise stated)		
	(refer note no. 43)		
	Loans to related party *	1,050.00	900.00
	TOTAL - NON CURRENT LOANS	**1,050.00**	**900.00**

* carrying interest rate@ 10% p.a.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
6	**OTHER FINANCIAL ASSETS**				
	Security deposits	34.73	33.91	2.51	2.95
	[Net of provision of ₹ 0.54 crore (₹ 0.54 crore)]				
	Interest receivable $ (refer note no. 43)	-	-	249.01	164.18
	Other receivable #	-	-	45.99	74.75
	Derivative assets	-	-	4.98	-
	Bank deposits with original maturity of more than 12 months*	1.77	0.25	-	-
	TOTAL - OTHER FINANCIAL ASSETS	**36.50**	**34.16**	**302.49**	**241.88**

$ includes ₹ 245.29 crore (₹ 162.00 crore) receivable from Jindal Stainless Limited.

Includes export incentives etc.

* under lien with banks/govt. authorities

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
7	**DEFERRED TAX ASSETS (NET)**		
(a)	**DEFERRED TAX LIABILITY**		
	Difference between book & tax depreciable assets	0.28	4.14
	Total deferred tax liability	**0.28**	**4.14**
(b)	**DEFERRED TAX ASSETS**		
	Disallowance under income tax act	3.30	0.90
	Brought forward loss/unabsorbed depreciation	5.99	-
	Total deferred tax assets	**9.29**	**0.90**
	MAT CREDIT ENTITLEMENT	-	3.33
	DEFERRED TAX ASSETS (NET)	**9.01**	**0.09**

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
8	**OTHER ASSETS**				
	Capital advances [Net of provision of ₹ 2.68 crore (₹ Nil)]	7.26	30.45	-	-
	Advance to vendors	-	-	50.43	43.32
	Advance to employees	-	-	0.10	0.31
	Balances with indirect tax authorities	-	-	59.21	122.66
	Unbilled revenue	-	-	-	0.24
	Other receivables *	0.76	0.96	11.43	12.59
	TOTAL - OTHER ASSETS	**8.02**	**31.41**	**121.17**	**179.12**

* includes prepaid expenses etc

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
9	**INVENTORIES**		
	(As taken by the management)		
	(valued at lower of cost and net realizable value unless otherwise stated)		
	Raw materials [Including material in transit ₹141.37 crore (₹ 174.71 crore)]	600.97	533.98
	Work in progress	511.29	448.15
	Finished goods	441.05	462.30
	Stock in trade	3.09	3.18
	Store and spares [Including material in transit ₹ 3.30 crore (₹ 17.90 crore)]	82.23	106.06
	Scrap (at estimated realizable value)	0.38	0.34
	TOTAL - INVENTORIES	**1,639.01**	**1,554.01**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
10	**TRADE RECEIVABLES**		
	Unsecured		
	Considered good* (refer note no. 43)	916.56	746.81
	Credit impaired	50.01	42.75
	Less : Allowance for expected credit losses	(50.01)	(42.75)
	TOTAL - TRADE RECEIVABLES	**916.56**	**746.81**

*The above includes trade receivables of ₹ 26.62 crore (₹ 55.88 crore) due for more than 180 days.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
11	**CASH AND CASH EQUIVALENTS**		
	Balances with banks	8.06	6.63
	Bank deposits with original maturity of less than three month *	0.24	0.23
	Cheques in hand/money in transit	0.01	12.61
	Cash in hand	0.07	0.13
	Puja and silver coins [₹ 18,814 (₹ 17,964)]	0.00	0.00
	TOTAL - CASH AND CASH EQUIVALENTS	**8.38**	**19.60**

* under lien with Banks/Government authorities.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
12	**OTHER BANK BALANCES**		
	Bank deposits with original maturity of more than three month	12.52	14.20
	but less than 12 months *		
	TOTAL - OTHER BANKS BALANCES	**12.52**	**14.20**

* under lien with Banks/Government authorities.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
13	**CURRENT TAX ASSETS (NET)**		
	Current tax assets [Net of provision of ₹ 0.01 Crore (₹ 44.77 Crore)]	0.61	0.81
	TOTAL - CURRENT TAX ASSETS (NET)	**0.61**	**0.81**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
14	**SHARE CAPITAL**		
	AUTHORISED		
	240,000,000 (240,000,000) equity shares of ₹ 2/- each	48.00	48.00
	10,000,000 (10,000,000) preference shares of ₹ 2/- each	2.00	2.00
		50.00	**50.00**
	ISSUED, SUBSCRIBED AND PAID UP		
	235,934,685 (235,934,685) equity shares of ₹ 2/- each	47.19	47.19
	TOTAL - SHARE CAPITAL	**47.19**	**47.19**

(a) RECONCILIATION OF THE NUMBER OF EQUITY SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING YEAR

		As at 31 March 2021 No. of shares	As at 31 March 2020 No. of shares
	Shares outstanding at the beginning of the year	23,59,34,685	23,59,34,685
	Shares outstanding at the end of the year	23,59,34,685	23,59,34,685

(b) TERMS/RIGHTS ATTACHED TO EQUITY SHARES

The company has only one class of equity shares having a par value of ₹ 2/- per share. Each shareholder is eligible for one vote per equity share held [other than the shares represented by Regulation S Global Depositary Shares (the "GDSs") issued by the Company whose voting rights are subject to certain conditions and procedure as prescribed under the Regulation S Deposit Agreement]. The company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and also has equal right in distribution of Profit/Surplus in proportions to the number of equity shares held by the shareholders.

As on 31 March 2021, 7,552,167 GDSs (7,552,167 GDSs) with 15,104,334 underlying equity shares (15,104,334 equity shares) were outstanding. Each GDS represents 2 underlying equity shares of the Company.

(c) EQUITY SHARES IN THE COMPANY HELD BY EACH SHAREHOLDER HOLDING MORE THAN 5% SHARES ARE AS UNDER

	NAME OF THE SHAREHOLDER	As at 31 March 2021		As at 31 March 2020	
		No. of shares	% holding	No. of shares	% holding
	JSL Overseas Holding Limited	3,02,00,000	12.80%	3,02,00,000	12.80%
	JSL Overseas Limited	2,65,60,440	11.26%	2,65,60,440	11.26%
	ELM Park Fund Limited	1,94,32,160	8.24%	1,94,32,160	8.24%
	Hypnos Fund Limited	1,19,87,711	5.08%	1,25,87,711	5.34%

Note: JSL Overseas Holding Limited also hold 71,17,492 GDS representing 1,42,34,984 underlying equity shares of ₹ 2/- each.

(d) No bonus, buy back, issue of share other than in cash in last 5 years.

Notes to the consolidated financial statements for the year ended 31 March 2021

(₹ in Crore)

		Surplus				Items of other comprehensive income	Total	Non-Controlling Interest
		Capital reserve	Securities premium	General Reserve	Retained earnings	Re-measurement of the net defined benefit plans (net of tax)		
14A.	**OTHER EQUITY**							
	Balance as at 01 April 2019	**0.05**	**562.94**	**-**	**1,244.20**	**(1.60)**	**1,805.59**	**47.49**
	Profit for the year 2019-20	-	-	-	392.87	-	392.87	7.91
	Other comprehensive income for the year 2019-20	-	-	-	-	13.69	13.69	(0.04)
	Transition of non controlling interest of subsidiaries due to change in shareholding	0.04	2.64	6.34	18.42	(0.03)	27.41	(30.53)
	Change in associate shareholding	-	-	-	(3.55)	(12.19)	(15.74)	-
	Balance as at 31 March 2020	**0.09**	**565.58**	**6.34**	**1,651.94**	**(0.13)**	**2,223.82**	**24.84**
	Profit for the year 2020-21	-	-		693.77	-	693.77	1.82
	Other comprehensive income for the year 2020-21	-	-	-	-	6.43	6.43	0.01
	Balance as at 31 March 2021	**0.09**	**565.58**	**6.34**	**2,345.71**	**6.30**	**2,924.03**	**26.67**

Nature of Reserves

Capital Reserve :- Represents on cancellation of share capital in terms of composite scheme of arrangement.

Securities Premium :- Represents the amount received in excess of par value of securities. Premium on redemption of securities is accounted in security premium available. Where security premium is not available, premium on redemption of securities is accounted in statement of profit and loss. Section 52 of Companies Act, 2013 specify restriction and utilisation of security premium .

Other Comprehensive Income Reserve :- Represents the balance in equity for items to be accounted in other comprehensive income. OCI is classified into I). Items that will not be reclassified to profit and loss ii). Items that will be reclassified to profit and loss.

General reserve :- Represents the statutory reserve in accordance with Indian Corporate law wherein a portion of profit is apportioned to general reserve. Under Companies Act, 1956 it was mandatory to transfer amount before a company can declare dividend. However, under Companies Act, 2013 transfer of any amount to General reserve is at the discretion of the Company.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
15	**LONG-TERM BORROWINGS**				
	SECURED				
(a)	Rupee term loans from banks	1,219.61	1,799.03	30.15	130.00
(b)	Working capital demand loan from banks	3.87	-	2.90	-
(c)	Working capital term loans from financial institutions	-	2.57	2.69	3.36
(d)	Car loans from bank	-	0.03	0.05	0.05
	TOTAL - SECURED	**1,223.48**	**1,801.63**	**35.79**	**133.41**
	UNSECURED				
(e)	External commercial borrowings from other party	-	-	4.35	-
(f)	Loan from other party	26.93	27.01	-	-
	TOTAL - UNSECURED	**26.93**	**27.01**	**4.35**	**-**
	Less : Amount disclosed under the head other current financial liabilities	-	-	40.14	133.41
	TOTAL - LONG TERM BORROWINGS	**1,250.41**	**1,828.64**	**-**	**-**

Secured Borrowings

(a) The term loan facility from banks amounting to ₹ 1,249.76 Crore (₹ 1,929.03 Crore) are repayable in quarterly instalments. ₹ 30.15 Crore during 2021-22 (four instalments - ₹ 5.97 Crore, ₹ 7.55 Crore and two instalments of ₹ 8.31 Crore each), ₹ 34.64 Crore during 2022-23 (three instalments of ₹ 8.31 Crore each and one instalment of ₹ 9.71 Crore), ₹ 248.60 Crore during 2023-24 (four installments - ₹ 41.62 Crore, two instalments of ₹ 68.72 Crore each and one instalment of ₹ 69.55 Crore), ₹ 278.21 Crore during 2024-25 (instalments of ₹ 69.55 Crore each), ₹ 278.49 Crore during 2025-26 (three instalments of ₹ 69.55 Crore each and one instalment of ₹ 69.83 Crore), ₹ 279.33 Crore during 2026-27 (instalments of ₹ 69.83 Crore each), ₹ 99.03 Crore during FY 2027-28 (four instalments - ₹ 67.16 Crore, ₹ 26.29 Crore, ₹ 2.51 Crore and ₹ 3.07 Crore) and balance amount of ₹ 1.31 Crore in 2028-29.

The term loan facility is secured/ to be secured by first pari-passu charge by way of mortgage of Company's immovable properties and hypothecation of moveable fixed assets both present & future and second pari-passu charge by way of hypothecation and/or pledge of current assets including finished goods, raw materials, work-in-progress, consumable stores and spares, book debts, bills receivable, etc both present and future. The stated term loan facility are further secured/ to be secured by a first ranking pari-passu charge by way of hypothecation or assignment in relation to loans and advances advanced by the Company to JSL. (read with note no. 34)

Rupee term loan facility (except for IndusInd Bank term loan) has been sanctioned at floating rate of interest linked with SBI base rate plus applicable spread of 165 bps. The lenders also have an option to link their effective rate of interest with their own bank's base rate/ MCLR and adjust the spread accordingly. IndusInd Bank (IBL) term loan facility has been sanctioned at floating rate of interest linked with IBL's 1 year MCLR plus applicable spread of 65 bps.

(b) In case of JSL Lifestyle Limited (JSLL), The working capital demand loan facility is secured by first pari-passu charge by way of mortgage of JSLL immovable properties and hypothecation of moveable fixed assets both present & future and by way of hypothecation and/or pledge of current assets including finished goods, raw materials, work-in-progress, consumable stores and spares, book debts, bills receivable, etc both present and future. The loan is repayable as follows: (a) 8.25% Demand Loan of ₹ 1 crore with outstanding balance of ₹ 0.78 crore is repayable in 14 monthly equal instalments ending in May 2022.(b)7.40% Demand Loan of ₹ 2.25 crores with outstanding balance of ₹ 1.63 crores is repayable in 13 monthly equal instalments ending in April 2022.(c)7.95% Demand Loan of ₹ 4.09 crores with outstanding balance of ₹ 4.09 crores is repayable in 36 monthly equal instalments ending in Nov 2024.

(c) In case of Jindal Stainless Steelway Limited (JSSL), Working Capital Term Loan Facility are secured by way of first pari-passu charge on the existing fixed assets of the company (both present and future) and second pari-passu charge on the current assets of the JSSL (both present and future).The loan is repayable by January,2022 in 22 installments and carries floating interest rate which range from 9.95% p.a.to 11.1% p.a.

(d) In case of Jindal Stainless Steelway Limited, Vehicle loan is secured by way of hyothecation of vehicles purchased there under and payable for the terms of the agreement. The loan is repayable in 36 EMI till September 2021 and carries interest @ 9.20% p.a.

Unsecured Borrowings

(e) In case of JSS Steel italia Limited, Current Maturities of Long term debt of External Commercial borrwings includes overdue amount of ₹ 3.07 crore and ₹ 1.28 crore payable to Inox Market Services S.R.L and Steelway S.R.L respectively. JSS Steel italia Limited has applied for waiver of interest due to financial constraint. Hence, no provision for interest has been made from April 2016 onwards .

(f) In case of Green Delhi BQS Limited and JSL Lifestyle Limited, unsecured loan shall be repayable by the end of March 2025.

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
16	**OTHER FINANCIAL LIABILITIES**				
	Lease Liability	15.98	18.23	4.94	5.96
	Current maturities of non-current borrowings	-	-	40.14	133.41
	Interest accrued	-	-	9.96	18.37
	Capital payables	-	-	28.70	38.72
	Derivative liabilities	-	-	-	11.08
	Security deposits	-	-	2.99	3.02
	Due to employees	-	-	18.36	17.16
	Other outstanding financial liabilities*	5.37	-	353.55	241.49
	TOTAL - OTHER FINANCIAL LIABILITIES	**21.35**	**18.23**	**458.64**	**469.21**

* Includes provision for expenses

(₹ in Crore)

		Non Current		Current	
		As at 31 March 2021	As at 31 March 2020	As at 31 March 2021	As at 31 March 2020
17	**PROVISIONS**				
	For employee benefits	18.18	20.87	3.26	3.07
	TOTAL - PROVISIONS	**18.18**	**20.87**	**3.26**	**3.07**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
18	**DEFERRED TAX LIABILITY (NET)**		
(a)	**DEFERRED TAX LIABILITY**		
	Difference between book & tax depreciable assets	55.38	67.81
	Other temporary differences	2.68	2.90
	Total deferred tax liability	**58.06**	**70.71**
(b)	**DEFERRED TAX ASSETS**		
	Disallowance under income tax act	40.50	32.99
	Total deferred tax assets	**40.50**	**32.99**
	MAT CREDIT ENTITLEMENT	0.56	0.01
	DEFERRED TAX LIABILITY (NET)	**17.00**	**37.71**

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
19	**CURRENT BORROWINGS**		
	SECURED		
	Working capital facilities from banks	155.40	196.01
	Buyer credit - against working capital	12.14	-
	TOTAL - SECURED	**167.54**	**196.01**
	UNSECURED		
	Loan from other parties	22.52	22.52
	TOTAL - UNSECURED	**22.52**	**22.52**
	TOTAL - CURRENT BORROWINGS	**190.06**	**218.53**

Secured Borrowings

Working capital facilities (including buyer credit) are secured by first pari-passu charge by way of hypothecation and/or pledge of current assets including finished goods, raw material, work in progress, consumable stores and spares, book debts, bill receivable, etc both present and future and by way of second charge in respect of other moveable and immoveable properties, both present and future, of the JSHL, JSSL and Lifestyle. Working capital facility is repayable on demand. (read with Note no. 34)

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
20	**TRADE PAYABLES**		
	Micro and small enterprises	32.61	50.43
	Trade payables (including acceptances)(other than micro and small enterprises)	1,692.48	1,383.86
	TOTAL TRADE PAYABLES	**1,725.09**	**1,434.29**

Based on the intimation received from supplier regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006, the required disclosure is given below * :

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
	Principal amount due outstanding	40.93	50.91
	Interest due on above due outstanding and unpaid	-	-
	Interest paid to the supplier	-	-
	Payments made to the supplier beyond the appointed day during the year	-	-
	Interest due and payable for the year of delay	-	-
	Interest accrued and remaining unpaid	-	-
	Amount of further interest remaining due and payable in succeeding year	-	-

*To the extent information available with the company

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
21	**OTHER CURRENT LIABILITIES**		
	Advance from customers	44.00	45.08
	Other outstanding liabilities *	213.83	207.43
	TOTAL - OTHER CURRENT LIABILITIES	**257.83**	**252.51**

* Includes statutory dues, arbitration liability etc.

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
22	**CURRENT TAX LIABILITIES (NET)**		
	Current tax liabilities [Net of prepaid tax ₹ 404.62 Crore (₹ 453.67 crore)]	106.56	4.96
	TOTAL - CURRENT TAX LIABILITIES (NET)	**106.56**	**4.96**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
23	**REVENUE FROM OPERATIONS**		
	SALE OF PRODUCTS		
	Manufactured goods	8,900.74	8,814.68
	Stock in trade	405.04	258.98
	Export benefits	25.22	38.98
		9,331.00	**9,112.64**
	SALE OF SERVICES		
	Job charges received	23.96	66.49
		23.96	**66.49**
	OTHER OPERATING REVENUE		
	Sale of gases / slag	12.47	17.49
	Sale of scrap	10.17	156.52
	Provision for doubtful debts/advances reversed	-	0.43
	Miscellaneous income	22.69	2543
		45.33	**199.87**
	TOTAL - REVENUE FROM OPERATIONS	**9,400.29**	**9,379.00**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
24	**OTHER INCOME**		
	INTEREST INCOME ON		
	Loan & advances	96.55	97.01
	Trade receivables	1.21	2.72
		97.76	**99.73**
	GAIN ON SALE OF CURRENT INVESTMENTS	0.02	-
	OTHER NON-OPERATING INCOME (NET)	9.44	33.13
	TOTAL - OTHER INCOME	**107.22**	**132.86**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
25	**COST OF MATERIAL CONSUMED**		
	Raw material consumed	5,968.10	5,985.27
	TOTAL - COST OF MATERIAL CONSUMED	**5,968.10**	**5,985.27**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
26	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE**		
	OPENING STOCK		
	Finished goods	462.30	433.76
	Work in progress	448.15	521.08
	Scrap	0.34	10.73
	Stock in trade	3.18	-
	TOTAL	**913.97**	**965.57**
	Add : Pertaining to period before associate JSS Steelitalia became subsidiary		
	Finished goods	0.04	-
	Work in progress	0.39	-
	Scrap	0.01	-
	TOTAL OPENING STOCK	**914.41**	**965.57**
	CLOSING STOCK		
	Finished goods	441.05	462.30
	Work in progress	511.29	448.15
	Scrap	0.38	0.34
	Stock in trade	3.09	3.18
	TOTAL CLOSING STOCK	**955.81**	**913.97**
	TOTAL - CHANGES IN INVENTORIES	**(41.40)**	**51.60**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
27	**EMPLOYEE BENEFITS EXPENSES**		
	Salaries, wages, bonus and other benefits	210.05	213.44
	Contribution to provident and other funds	10.82	11.42
	Staff welfare expenses	6.55	10.35
	TOTAL - EMPLOYEE BENEFITS EXPENSES	**227.42**	**235.21**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
28	**FINANCE COSTS**		
	Interest expenses	227.86	289.25
	Other borrowing costs	23.08	33.52
	TOTAL - FINANCE COSTS	**250.94**	**322.77**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
29	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation on property, plant and equipment	282.10	290.80
	Amortization of intangible assets	8.28	3.78
	TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	**290.38**	**294.58**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
30	**OTHER EXPENSES**		
	MANUFACTURING EXPENSES		
	Consumption of stores and spares	491.20	544.64
	Power and fuel	657.50	768.46
	Labour processing & transportation charges	169.07	186.84
	Repairs to buildings	6.22	4.07
	Repairs to plant & machinery	23.88	29.74
	Job work expenses	69.10	70.33
	Other manufacturing expenses	17.16	18.41
		1,434.13	**1,622.49**
	ADMINISTRATIVE EXPENSES		
	Insurance	15.12	12.11
	Rent	4.79	4.84
	Rates and taxes	1.76	2.52
	Legal and professional	61.76	69.17
	Postage, telegram, telex and telephone	3.56	3.17
	Printing & stationary	3.61	3.33
	Travelling & conveyance	2.95	8.08
	Managerial commission	3.93	11.22
	Director's meeting fees	0.25	0.30
	Vehicle upkeep and maintenance	5.31	7.52
	Auditor's remuneration	0.74	0.68
	Donation	0.11	0.19
	Loss (net) on sale/discard of property, plant and equipment	2.87	0.97
	Corporate social responsibility (refer note no 53)	11.10	10.31
	Miscellaneous expenses	22.25	13.75
		140.11	**148.16**

(₹ in Crore)

		For the year ended 31 March 2021	For the year ended 31 March 2020
	SELLING EXPENSES		
	Freight & forwarding expenses	117.99	108.71
	Commission on sales	11.62	19.23
	Other selling expenses	9.55	5.97
	Allowance for expected credit losses	4.35	5.22
	Bad debts (net of recovery)	8.90	5.64
	Advertisement & publicity	4.51	7.97
		156.92	**152.74**
	TOTAL - OTHER EXPENSES	**1,731.16**	**1,923.39**
	NET LOSS ON SALE/DISPOSAL OF PROPERTY, PLANT AND EQUIPMENT INCLUDES :		
	Loss on sale	2.87	0.79
	Loss on discard	-	0.18
		2.87	**0.97**

31

(₹ in Crore)

			As at 31 March 2021	As at 31 March 2020
A	Contingent liabilities not provided for in respect of :			
	i)	Sale tax demands against which company preferred appeals.	1.54	0.53
	ii)	Excise duty/custom/service tax/Cess show cause notices/ demands against which company has preferred appeals.	150.90	152.22
	iii)	Claims and other liabilities against the company not acknowledged as debt.	68.18	63.24
	iv)	Income tax demands against which company has preferred appeals.	5.19	5.60
B	Guarantee given to custom authorities for import under EPCG Scheme {Custom duty saved as on 31 March 2021 ₹ 29.86crore(₹ 26.88 crore)}		147.36	118.34
C	Corporate guarantee given to banks against credit facilities / financial assistance availed by Jindal Stainless Limited.		4,298.51	4,841.62

Note: Contingent liabilities in respect of associate (refer note no.50)

32. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) is ₹ 40.47Crore (₹149.16 Crore).

33. Exceptional items includes gain/ (loss) (net) of ₹ 27.64Crore (₹ 27.64 Crore) on translation/settlement of foreign currency monetary items (including borrowing), gain / (loss) of ₹ 16.06 Crore (₹ (12.25) Crore) upon marked to market of derivatives contracts (net), gain/(loss) of ₹ (2.31)Crore(₹ 4.70 Crore) on forward cover cancellation.

34. The term loan facility and working capital facility of the Company are also secured by the following additional securities:

(i) Unconditional & irrevocable personal guarantee of Mr. Ratan Jindal;

(ii) Unconditional & irrevocable corporate guarantee of Jindal Stainless Limited (JSL);

(iii) Pledge of 87.7% of Promoter's shareholding, as determined on the basis of the filings of the Borrower with the Securities Exchange Board of India (SEBI);

(iv) Pledge of 8,98,68,647 shares of JSL (out of 16,82,84,309 shares) held by the Company in favour of lenders of the Company. Balance 7,84,15,662 no. shares have been pledged in favour of Lenders of JSL;

(v) Pledge over investments of the Company in subsidiaries as listed below:

- JSL Lifestyle Limited; and
- JSL Logistics Limited

35. (a) On 29 December 2020, the Board of Directors of the Company had approved a Composite Scheme of Arrangement (the 'Scheme') under Section 230 to 232 (read with Section 66 and other applicable provisions) of Companies Act, 2013 amongst the Company, Jindal Stainless Limited, JSL Lifestyle Limited, Jindal Lifestyle Limited, JSL Media Limited and Jindal Stainless Corporate Management Services Private Limited. The Scheme having appointed date of 01 April 2020 is subject to the approval of shareholders, regulatory and other necessary approvals including approval of National Company Law Tribunal (NCLT) which is currently awaited.

(b) Outbreak of Covid-19 has disturbed the economic activity through interruption in manufacturing process, disruption in supply chain, etc. for the Company during the year ended 31 March 2021 and post 31 March 2021. The Company, considering internal and external factors known to the management, has made assessment of likely adverse impact on economic environment in general, and financial risk on account of Covid-19 on carrying value of its assets and operations of the Company upto the date of these financial results. The Company is closely monitoring the impact of this pandemic and believes this pandemic may not have significant adverse impact on the long term operations and performance of the Company.

(c) Certain balances of trade receivable and trade payable are in process of confirmation and/or reconciliation. In the opinion of the management, on confirmation / reconciliation, there will not be any material impact.

36. The Company had challenged the legality of LADT Act / Entry Tax Act in the state of Haryana before the Hon'ble Punjab and Haryana High Court / Supreme Court of India. Subsequently, on the SLP of the Haryana Government, Constitutional Bench of the Hon'ble Supreme vide its judgement dated 11 November 2016 held the applicability of entry tax valid on compensatory ground and directed its Divisional/ Regular Bench for examining the provisions of the state legislation on the issue of discrimination with respect to the parameters of Article 304 (a) of the Constitution and competence of state legislatures to levy entry tax on goods entering the landmass of India from another country. The division bench of Hon'ble Supreme Court vide its order dated 21 March 2017 (declared on 20 May 2017) remanded back the matter and permitted the petitioners to file petition before respective High Court to decide on factual background or any other constitutional/ statutory issues arises for consideration. The company accordingly filed Civil Writ Petition before Hon'ble High Court of Punjab & Haryana on 30 May 2017. The Hon'ble High Court granted interim relief by order for stay of demand on 31 May 2017 till any further direction.

In the meanwhile, the division bench of Hon'ble Supreme Court of India vide its order dated 09 October 2017 has upheld the legislative competence of the State Legislatures to levy Entry Tax on Import of goods from any territory outside India while examining the Entry Tax legislations of the State of Odisha, Kerala and Bihar.

The Company has made necessary provisions in this regard based on own assessment and calculation.

In view of above, Interest/ penalty if any, will be accounted for as and when this is finally determined/ decided by the Hon'ble Court.

37 Green Delhi BQS Limited (GDBQS) had entered into a Concessionaire Agreement ("Agreement") with DTC in 2007 on Build, Operate and Transfer basis of Bus Queue Shelters across identified locations in Delhi("Sites"). Subsequently, there was dispute between the GDBQS and DTC over the non-handover of certain Sites. Thereafter,

the Agreement was unilaterally terminated by the DTC in 2011. GDBQS then approached the Delhi High Court for resolution of dispute. The Hon'ble Court directed that the matter be resolved by arbitration as per the Agreement. The matter was then referred to a panel of three arbitrators who by a unanimous award dated July 1, 2019 ("Arbitration award") held that DTC had committed first breach of the Agreement by not handing over the Sites to GDBQS. The Arbitration award, after considering the claim and counterclaim of the parties directed DTC to pay an amount of ₹ 16.51 Crore to GDBQS within 6 weeks of the Arbitration award. However DTC filed an appeal against the Arbitration award before the Delhi High Court and prayed for grant of stay on the enforce ability of the same. The High Court vide its order dated December 16, 2019, granted the stay subject to the condition that DTC deposits ₹ 16.51 crore in the Registry of the Court within a period of 8 weeks from the date of the order. The matter is pending before the Delhi High Court for further proceedings.

38. Green Delhi BQS Limited has taken unsecured loan from certain companies, aggregating to ₹ 70.54 crore outstanding as on 31 March 2021. GDBQS is not able to service interest liability due to insufficient cash flow/-ve net worth of the Company. GDBQS has negotiated said Companies for waiver of interest liability with an assurance to pay the principal liability after the outcome of the Arbitration proceedings, which is likely to be decided during the next financial year.

39. Financial Risk Management

39.1 Financial risk factors

The Group's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Group's operations. The Group has loan, Investment, trade receivables, other receivables, cash and short-term deposits that arise directly from its operations. The Group also enters into derivative transactions. The Group's activities expose it to a variety of financial risks:

i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. This is based on the financial assets and financial liabilities held as at 31 March2021 and 31 March 2020.

ii) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

iii) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge certain risk exposures. The Group does not acquire or issue derivative financial instruments for trading or speculative purposes.

Risk management is carried out by the treasury department under policies approved by the board of directors. The treasury team identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

i) Market Risk

The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations provisions and on the non-financial assets and liabilities. The sensitivity of the relevant Statement of Profit and Loss item is the effect of the assumed changes in the respective market risks. The Group's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Group uses derivative financial instruments such as foreign exchange forward contracts depending upon the underlying contract and risk management strategy to manage its exposures to foreign exchange fluctuations and interest rate.

Foreign exchange risk and sensitivity

An Exposure can be defined as a Contracted Cash Flow (Trade Receivable, Trade Payable, loan, purchase order placed or sales order received) denominated in a currency other than Indian Rupees. The Group may have foreign currency exposure on account of the following items:

Exposure against Working capital –

i) Export Trade Receivables and export sales orders received;

ii) Imports Trade Payables and purchase orders raised;

iii) Packing credit in foreign currency (PCFC),

iv) Borrowings against FCNR(B) deposits of the banks;

v) Advances from customers;

vi) Any other kind of foreign currency Borrowings as permitted by RBI for financing working capital of the Group.

vii) Exposure against long term financing/relating to projects:

   i. Foreign Currency Borrowings for capital and project expansion;

   ii. Payments due against imported capital equipment for projects;

   iii. Purchase orders for capital expenditure;

   iv. Any kind of foreign currency borrowing used for long term financing requirements of the Group.

Derivatives Financial Instruments

Derivative contracts entered into by the Group and outstanding as on 31March 2021 for hedging currency risks:

As at 31 March 2021

Nature of derivatives	Type	No. of contracts	Foreign currency (Million)	Amount (₹ in Crore)
Forward covers				
USD/INR	Sale	44	65.000	475.18
EURO/USD	Sale	32	17.150	147.04
USD/INR	Buy	144	43.721	319.67

As at 31 March 2020

Nature of derivatives	Type	No. of contracts	Foreign currency (Million)	Amount (₹ in Crore)
Forward covers				
USD/INR	Sale	56	59.283	447.88
EURO/USD	Sale	26	15.335	127.78
USD/INR	Buy	109	34.847	263.37

Note: INR equivalent values have been calculated at the yearend exchange rates in INR to give an indicative value of the contracts in Indian rupees. Actual hedges however may be in different currency denominations.

Foreign Currency exposures that are not hedged by derivative instruments or otherwise outstanding as on 31 March 2021 is as under:

Nature	As at 31 March 2021		As at 31 March 2020	
	Foreign Currency (Millions)	Amount (₹ in Crore)	Foreign Currency (Millions)	Amount (₹ in Crore)
Account receivables				
USD	4.226	30.90	2.582	19.52
GBP	0.054	0.55	0.107	1.01
EURO	0.001	0.007	0.010	0.08
Account payables				
USD	15.890	116.18	13.400	101.27
EURO	2.908	24.94	3.644	30.39
CHF	0.024	0.18	0.237	1.86
GBP	0.517	5.21	0.387	3.63
CAD	0.040	0.23	0.040	0.22
JPY	0.155	0.01	-	-
Buyer Credits				
USD	1.505	11.00	-	-
EURO	0.132	1.14	-	-
Working Capital Borrowings				
USD	2.904	21.23	1.779	12.87
EURO	4.527	38.84	-	-
ECB Borrowings				
EURO	0.510	4.35	-	-

The following table demonstrates the sensitivity in the USD, EURO and other currencies to the Indian Rupee with all other variables held constant. The impact on the Group's profit before tax and other comprehensive income due to Changes in the fair value of monetary assets and liabilities are given below:

Foreign exchange risk and sensitivity (Un hedged)

(₹ in Crore)

	Change in currency exchange rate	31 March 2021	31 March 2020
		Effect on profit/ (loss) before tax	Effect on profit/ (loss) before tax
USD	+5%	(5.88)	(4.84)
	-5%	5.88	4.84
EURO	+5%	(3.47)	(1.49)
	-5%	3.47	1.49
GBP	+5%	(0.23)	(0.13)
	-5%	0.23	0.13
CAD	+5%	(0.01)	(0.01)
	-5%	0.01	0.01
JPY	+5%	(0.00)(5,119)	-
	-5%	0.00 (5,119)	-
CHF	+5%	(0.01)	(0.09)
	-5%	0.01	0.09

The assumed movement in exchange rate sensitivity analysis is based on the currently observable market environment.

The Group transacts business primarily in Indian Rupee, USD, EURO, JPY, GBP and CHF. The Group has obtained foreign currency loans and has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. Certain transactions of the Group act as natural hedge as a portion of both assets and liabilities are denominated in similar foreign currencies. For the remaining exposure to foreign exchange risk, the Group adapts the policy of selective hedging based on risk perception of management. Foreign exchange hedging contracts are carried at fair value.

Summary of exchange difference accounted in statement of profit and loss

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Currency Fluctuations		
Net foreign exchange gainshown as exceptional item	41.39	20.09
TOTAL	**41.39**	**20.09**

Interest rate risk and sensitivity

The Group will have Interest rate exposure on all interest bearing financial assets and liabilities. These could be broadly categorized as under:

a) Interest bearing Trade Receivables and Trade Payables;

b) Working capital borrowings;

c) Long term borrowings.

All interest bearing assets and liabilities need to be captured, first based on the currency denomination e.g., INR, USD. Further classification needs to be done based on whether these are against floating rate benchmarks or fixed rate

With all other variables held constant, the following table demonstrates the impact of borrowing cost on floating rate portion of borrowings and borrowings on which interest rate swaps are taken.

(₹ in Crore)

	Increase /decrease in basis points	Effect on profit/ (loss) before tax	
		31 March 2021	31 March 2020
INR borrowings	+50	(6.38)	(10.51)
	-50	6.38	10.51
USD borrowings	+50	(0.50)	(0.06)
	-50	0.50	0.06
EURO borrowings	+50	(0.21)	-
	-50	0.21	-

The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

Price risk and sensitivity

The Group is exposed to the movement in price of key raw materials in domestic and international markets. The Group has in place policies to manage exposure to fluctuations in the prices of the key raw materials used in operations. The Group enters into contracts for procurement of material, most of the transactions are short term fixed price contract and a few transactions are long term fixed price contracts.

The Group is not facing any exposure to equity price risk as all of its equity investments are within the group and its associates.

ii) Credit risk

The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

The Group extends credit to customers in normal course of business. The Group considers factors such as credit track record in the market and past dealings for extension of credit to customers. Outstanding Trade receivables are regularly monitored. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Group has also taken advances and security deposits from its customers, which mitigate the credit risk to an extent.

In determining the allowances for doubtful trade receivables, the Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and rates used in the provision matrix.

Financial instruments and cash deposits

The Group considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. The bank balances are maintained with the institutions with which the Group has also availed borrowings. The Group does not maintain significant cash and deposit balances other than those required for its day to day operations

iii) Liquidity risk

The Group's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its short to medium term expansion needs. The Group monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The table below provides undiscounted cash flows towards non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity based on the remaining period at the balance sheet date to the contractual maturity date.

The Group is required to maintain ratios (including total debt to EBITDA / net worth, EBITDA to gross interest, debt service coverage ratio and secured coverage ratio) as mentioned in the loan agreements at specified levels. In the event of failure to meet any of these ratios these loans become callable at the option of lenders, except where exemption is provided by lender.

As at 31 March 2021

(₹ in Crore)

	Carrying amount	Less than 1 Year	1 to 3 Years	> 3 years	Total
Borrowings*	1,480.61	230.20	311.46	938.95	1,480.61
Other financial liabilities	439.85	418.50	14.13	7.22	439.85
Trade payables	1,725.09	1,725.09	-	-	1,725.09
Total	**3,645.55**	**2,373.79**	**325.59**	**946.17**	**3,645.55**

* Including current maturity.

As at 31 March 2020

(₹ in Crore)

	Carrying amount	Less than 1 Year	1 to 3 Years	> 3 years	Total
Borrowings*	2,180.58	351.94	588.60	1,240.04	2,180.58
Other financial liabilities	354.03	335.80	7.78	10.45	354.03
Trade payables	1,434.29	1,434.29	-	-	1,434.29
Total	**3,968.90**	**2,122.03**	**596.38**	**1,250.49**	**3,968.90**

* Including current maturity.

Unused Lines of Credit

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Secured	189.22	257.10
Unsecured	-	-
Total	**189.22**	**257.10**

Interest rate and currency of borrowings

The below details do not necessarily represent foreign currency or interest rate exposure to the income statement, since the Group has taken derivatives for offsetting the foreign currency and interest rate exposure.

For the year ended 31 March 2021

	Total borrowings (₹in Crore)	Floating rate borrowings (₹in Crore)	Fixed rate borrowings (₹in Crore)	Weighted average interest rate (%)
INR	1,338.85	1,277.05	61.80	9.44%
USD	98.57	98.57	-	1.96%
EURO	43.19	43.19	-	1.85%
Total	**1,480.61**	**1,418.81**	**61.80**	

For the year ended 31 March 2020

	Total borrowings (₹in Crore)	Floating rate borrowings (₹in Crore)	Fixed rate borrowings (₹in Crore)	Weighted average interest rate (%)
INR	2,167.71	2,103.57	64.14	10.29%
USD	12.87	12.87	-	0.63%
Total	**2,180.58**	**2,116.44**	**64.14**	

39.2 Competition and price risk

The Group faces competition from domestic and international competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products and trustworthy and innovative solution to meet the needs of its customers.

39.3 Capital risk management

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, redeem or buy back capital to shareholders or issue new shares. The Group's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Group's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Group also proposes to maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the Group's capital management, capital includes issued capital, share premium and all other equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalent.

The Group monitors capital using gearing ratio, which is net debt divided by total capital.

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Loans and borrowings	1,480.61	2,180.58
Less: Cash and cash equivalents	8.38	19.60
Net debt	**1,472.23**	**2,160.98**
Total capital	2,971.22	2,271.01
Capital and net debt	**4,443.45**	**4,431.99**
Gearing ratio	**33%**	**49%**

40. Fair values of financial assets and liabilities and hierarchy

The Group maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

1) Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2) Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the Group is considered to be insignificant in valuation.

3) The fair values of derivatives are estimated by using pricing models, where the inputs to those models are based on readily observable market parameters, basis contractual terms, period to maturity, and market parameters such as interest rates, foreign exchange rates, and volatility. These models do not contain a high level of subjectivity as the valuation techniques used do not require significant judgment, and inputs thereto are readily observable from actively quoted market prices. Management has evaluated the credit and non-performance risks associated with its derivative counterparties and believe them to be insignificant and not warranting a credit adjustment.

Fair Value hierarchy

The following table provides the fair value measurement hierarchy of Group's financial asset and financial liabilities, grouped into Level 1 to Level 3 as described below:

Level 1- Quoted price (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2- Inputs other than quoted prices include within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3- Unobservable inputs for the asset or liability.

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the companies: -

	Note	Level	As at 31 March 2021 (₹in Crore)	As at 31 March 2020 (₹in Crore)	Valuation Techniques and Key Inputs
Financial assets /liabilities at fair value through amortised cost:					
(a) Financial assets					
Loans	5	3	1,050.00	900.00	Discounted cash flows
Other financial assets	6	3	334.01	276.04	Discounted cash flows
(b) Financial liabilities					
Borrowings - non current	15	3	1,250.41	1828.64	Discounted cash flows
Borrowings - current	19	3	190.06	218.53	Discounted cash flows
Other financial liabilities	16	3	479.99	476.36	Discounted cash flows
Financial assets / liabilities at fair value through statement of profit or loss:					
Derivative Forward Contract (assets)	6	2	4.98	-	Forward foreign currency exchange rate
Derivative Forward Contract (liabilities)	16	2	-	11.08	Forward foreign currency exchange rate

There were no significant changes in the classification and no significant movements between the fair value hierarchy of assets and liabilities during FY 2020-21.

Fair valuation of financial guarantees

Financial guarantees issued by the company on behalf of Jindal Stainless Limited have been measured at fair value through profit and loss account. Fair value of said guarantees as at 31 March 2021 and 31 March 2020 have been considered at nil as estimated by the management and an independent professional.

41. In the earlier year, the Company has made investment in a associate in terms of composite scheme of arrangements approved by Hon'ble High Court where the prices of equity shares are determined as per SEBI formula.

42. On 03 February 2021, the Board of Directors of the Jindal Stainless Steelway Limited had approved a Scheme of Amalgamation (the 'Scheme') under Section 230 to 232 (read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable laws) of Companies Act, 2013 for the Amalgamation of JSS Steelitalia Limited into and with the Jindal Stainless Steelway Limited. The Scheme having appointed date of 01 March 2021 is subject to the approval of shareholders, regulatory and other necessary approvals including approval of National Company Law Tribunal (NCLT).

The First Motion Application was filed before the NCLT, Chandigarh bench on 22 March 2021.

43 Related Party Transactions (as identified by the Management)

A As defined in Indian Accounting Standard-24, the group has related parties with whom transactions have taken place during the current and previous year, which are:

(₹ in Crore)

		Country of Incorporation	Ownership Interest	
			31 March 2021	31 March 2020
a)	**Associates**			
1	Jindal Stainless Corporate Management Services Pvt. Limited	INDIA	50.00%	50.00%
2	Jindal Stainless Limited	INDIA	34.54%	34.54%
3	J S S Steelltalia Limited (upto 15.01.2021)	INDIA	-	33.00%
b)	**Subsidiaries and associates of parties listed in (a) above**			
1	Jindal Stainless FZE, Dubai	UAE	Subsidiary of Jindal Stainless Limited	
2	PT Jindal Stainless Indonesia	INDONESIA	Subsidiary of Jindal Stainless Limited	
3	Iberjindal S.I.	SPAIN	Subsidiary of Jindal Stainless Limited	
4	Jindal Coke Limited	INDIA	Associate of Jindal Stainless Limited	
5	Jindal United Steel Limited	INDIA	Associate of Jindal Stainless Limited	
c)	**Trusts**			
1	Jindal Stainless (Hisar) Limited Group Gratuity Fund			
2	Jindal Stainless (Hisar) Limited (Ferro alloys) Group Gratuity Scheme			
3	Jindal Stainless (Hisar) Limited EPF Trust			
4	Jindal Stainless (Hisar) Welfare Fund			
d)	**Key Management Personnel**			
1	Mr. Ratan Jindal	Chairman - Jindal Stainless (Hisar) Limited		
2	Mr. Abhyuday Jindal	Managing Director - Jindal Stainless (Hisar) Limited		
3	Ms. Deepika Jindal	Managing Director - JSL Lifestyle Limited		
4	Mr. Jagmohan Sood	Whole Time Director - Jindal Stainless (Hisar) Limited		
5	Mr. Ramnik Gupta	Chief Financial Officer - Jindal Stainless (Hisar) Limited		
6	Mr. Bhartendu Harit	Company Secretary - Jindal Stainless (Hisar) Limited and JSL Lifestyle Limited		
7	Mr. Rajesh Mohata	Exceutive Director & CEO (wef 17.03.2021) - JSL Lifestyle Limited		
8	Mr. Mandeep Singh	Exceutive Director & CEO (Upto 28.02.2021) - JSL Lifestyle Limited		
9	Mr. Rajinder Kumar Garg	Chief Financial Officer (from 22.01.2019 to 20.12.2019) - JSL Lifestyle Limited		
10	Mr. Ajay Jain	Chief Financial Officer (wef 29.01.2020)-JSL Lifestyle Limited		
11	Mr. Ashish Aggarwal	Whole Time Director (upto 17.06.2019) - Jindal Stainless Steelway Limited		
12	Mr. Sanjay Kumar Goyal	Whole Time Director (wef 07.08.2019) - Jindal Stainless Steelway Limited		
13	Mr. Vijay Kumar Sharma	Director - Jindal Stainless Seelway Limited		
14	Mr. Sanjeev Sharma	Chief Financial Officer (upto 14.05.2020) - Jindal Stainless Steelway Limited		
15	Mr. Dhirendra Bahadur Singh	Chief Financial Officer (wef 09.06.2020) - Jindal Stainless Steelway Limited		
16	Mr. Rajesh Kumar Pandey	Company Secretary - Jindal Stainless Steelway Limited		
17	Mrs. Arti Luniya	Independent Director - Jindal Stainless (Hisar) Limited *		
18	Mr. Kanwaljit Singh Thind	Independent Director (upto 01.11.2020) - Jindal Stainless (Hisar) Limited *		
19	Mr. Rajeev Uberoi	Independent Director (wef 11.12.2020) - Jindal Stainless (Hisar) Limited *		
20	Mr. Girish Sharma	Independent Director-Jindal Stainless (Hisar) Limited *		
21	Mr. Nirmal Chandra Mathur	Independent Director - Jindal Stainless (Hisar) Limited and Jindal Stainless Steelway Limited*		
22	Mrs. Shruti Shrivastava	Independent Director - Jindal Stainless Steelway Limited*		
23	Mr. Ashok Kumar Agarwal	Independent Director - JSL Lifestyle Limited*		
24	Mr. Abhishek Poddar	Independent Director - JSL Lifestyle Limited*		
25	Mr. Vivek Kumar Garg	Chief Financial Officer and Whole Time Director - JSS Steelitalia Limited		
26	Mr. Yogesh Pareek	Company Secretary - JSS Steelitalia Limited		
	*Independent directors are included only for the purpose of compliance with definition of key management personnel given under IND AS 24.			

e)	Enterprises over which any person described in (d) along with their relatives is able to exercise significant influence with whom transactions have been taken place during the year:
1	Jindal Defence Systems Private Limited (previously known as Jindal Defence Systems Limited)
2	Jindal Advance Materials Private Limited
3	JSL Global Commodities Pte. Ltd.
4	Prime Stainless DMCC (w.e.f. 13.11.2019)
5	Jindal Defence Trading Pvt. Limited
6	Jindal Stainless Foundation

B Transactions :

(₹ in Crore)

Description	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Associates & Other Parties (a,b,c & e)	Key Management Personnels (d)	Associates & Other Parties (a, b,c,d & e)	Key Management Personnels (d)
Purchase of goods	**2,111.81**	**-**	**2,288.43**	**-**
PT. Jindal Stainless Indonesia	1.37	-	-	-
J S S Steel Italia Limited	-	-	0.05	-
Jindal United Steel Limited	121.55	-	221.72	-
Jindal Coke Limited	13.99	-	21.90	-
Jindal Stainless Limited	1,755.84	-	2,015.33	-
Prime Stainless DMCC	52.63	-	29.43	-
JSL Global Commodities Pte. Ltd.	166.43	-	-	-
Sale of goods	**704.16**	**-**	**838.39**	**-**
PT. Jindal Stainless Indonesia	39.38	-	32.22	-
J S S Steel Italia Limited	12.72	-	-	-
Iberjindal S.I.	36.12	-	113.64	-
Jindal Stainless Limited	400.88	-	593.82	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	1.38	-	2.78	-
JSL Global Commodities Pte. Ltd.	102.82	-	95.93	-
Jindal United Steel Limited	0.10	-	-	-
Jindal Advance Material Pvt Ltd	0.27	-	-	-
Prime Stainless DMCC	110.49	-	-	-
Job charges received	**21.47**	**-**	**63.56**	**-**
Jindal Stainless Limited	21.47	-	63.56	-
Job work charges paid	**-**	**-**	**11.36**	**-**
Jindal Stainless Limited	-	-	0.02	-
JSS Steelitalia Limited	-	-	11.34	-
Freight charges Paid	**0.35**	**-**	**2.94**	**-**
Jindal Stainless Limited	0.35	-	2.94	-
Jindal Coke Limited (₹39,248)	-	-	0.00	-
Freight charges received	**1.34**	**-**	**1.43**	**-**
Jindal Stainless Limited	1.34	-	1.43	-

Notes to the consolidated financial statements for the year ended 31 March 2021

Description	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Associates & Other Parties (a,b,c & e)	Key Management Personnels (d)	Associates & Other Parties (a, b,c,d & e)	Key Management Personnels (d)
Rent received	**17.93**	**-**	**14.81**	**-**
Jindal Stainless Limited	15.36	-	14.74	-
Jindal Defence Systems Limited	0.09	-	0.06	-
Jindal Advance Materials Pvt. Limited	-	-	0.01	-
Jindal United Steel Limited	2.48	-	-	-
Jindal Defence Trading Pvt Limited ₹ 47,390	0.00	-	-	-
Jindal Stainless Foundation ₹ 24,000	0.00	-	-	-
Rent paid	**1.62**	**-**	**1.53**	**-**
Jindal Stainless Limited	1.62	-	1.53	-
Overheads & maintenance charges received	-	-	**1.91**	-
JSS Steelitalia Limited	-	-	1.91	-
Overheads & maintenance charges paid	**-**	**-**	**0.20**	**-**
Jindal Stainless Limited	-	-	0.20	-
Commission on sale paid	**7.24**	**-**	**12.91**	**-**
Jindal Stainless FZE, Dubai	2.09	-	9.05	-
JSL Global Commodities Pte. Ltd.	3.84	-	3.63	-
Prime Stainless DMCC	1.31	-	0.23	-
Receiving of services (remuneration)	**-**	**21.73**	**-**	**27.90**
Mr. Ratan Jindal (Commission)	-	-	-	10.68
Mr. Abhyuday Jindal (Commission and remuneration)	-	9.93	-	6.54
Mr. Jagmohan Sood	-	1.87	-	1.65
Mr. Ramnik Gupta	-	0.97	-	0.91
Mr. Bhartendu Harit	-	0.37	-	0.34
Ms. Deepika Jindal	-	4.00	-	4.00
Mr.Mandeep Singh	-	1.93	-	1.82
Mr. Rajinder Kumar Garg	-	-	-	0.31
Mr. Ajay Jain	-	0.55	-	0.19
Mr. Rajesh Mohata	-	0.15	-	-
Mr. Ashish Aggarwal	-	-	-	0.36
Mr. Sanjay Kumar Goyal	-	0.78	-	0.45
Mr. Sanjeev Sharma	-	0.19	-	0.48
Mr. Rajesh Kumar Pandey	-	0.17	-	0.16
Mr. Dhirendra Bahadur Singh	-	0.49	-	-
Mr. Yogesh Pareek	-	0.29	-	-
Mr. Vivek Kumar Garg	-	0.04	-	-
Interest income	**93.22**	**-**	**92.65**	**-**
Jindal Stainless Limited	93.22	-	92.65	-
Support Service Charges Paid	**0.35**	**-**	0.42	-
Jindal Stainless Limited	0.35	-	0.42	-

Notes to the consolidated financial statements for the year ended 31 March 2021

Description	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Associates & Other Parties (a,b,c & e)	Key Management Personnels (d)	Associates & Other Parties (a, b,c,d & e)	Key Management Personnels (d)
Consultancy charges paid	**55.13**	**-**	**60.33**	**-**
Jindal Stainless Corporate Management Services Pvt. Ltd.	55.13	-	60.33	-
Bad Debts written off	**-**	**-**	**0.00**	**-**
J S S Steel Italia Limited (₹ 5723)	-	-	0.00	-
Sharing of exp. reimbursed/to be reimbursed	**7.16**	**-**	**4.82**	**-**
Jindal Stainless Limited	7.10	-	4.53	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	0.06	-	0.29	-
Sharing of exp. recovered/to be recovered	**0.01**	**-**	**0.01**	**-**
Jindal Stainless Limited (₹ 6785)	-	-	0.00	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	0.01	-	0.01	-
Loans & advances given	**150.00**	**-**	**-**	**-**
Jindal Stainless Limited	150.00	-	-	-
Contribution towards trusts	**32.09**	**-**	**34.34**	**-**
Jindal Stainless (Hisar) Limited Group Gratuity Fund	4.12	-	5.31	-
Jindal Stainless (Hisar) Limited (Ferro alloys)	0.03	-	0.20	-
Group Gratuity Scheme				
Jindal Stainless (Hisar) Limited EPF Trust	27.01	-	27.97	-
Jindal Stainless (Hisar) Welfare Fund	0.93	-	0.86	-
Outstanding balance				
Guarantee/ counter guarantee given	**4,298.51**	**-**	**4,841.62**	**-**
Jindal Stainless Limited	4,298.51	-	4,841.62	-
Loans & advances	**1,295.29**	**-**	**1,062.00**	**-**
Jindal Stainless Limited @	1,295.29	-	1,062.00	-
Advance against services	**6.64**	**-**	**8.80**	**-**
Jindal Stainless Corporate Management Services Pvt. Ltd.	6.64	-	8.80	-
Receivables	**106.53**	**-**	**98.42**	**-**
PT. Jindal Stainless Indonesia'	56.12	-	48.18	-
Iberjindal S.I.	8.45	-	36.99	-
Jindal Stainless Limited	0.49	-	0.01	-
Jindal Stainless Corporate Management Services Pvt. Ltd.	0.18	-	0.33	-
Jindal Defence Systems Private Limited ₹ 13,637	0.00	-	0.01	-
Jindal Advance Materials Pvt. Limited (₹ 6,018)	0.27	-	0.00	-
JSL Global Commodities Pte. Ltd.	35.91	-	12.89	-
Jindal United Steel Limited (₹ 22,584)	0.44	-	0.00	-
Prime Stainless DMCC	4.67	-	-	-
Payables	**125.64**	**-**	**78.40**	-
J S S Steel Italia Limited	-	-	0.31	-
PT. Jindal Stainless Indonesia	1.57	-	0.76	-
Jindal Stainless FZE, Dubai	0.69	-	2.40	-

Description	For the year ended 31 March 2021		For the year ended 31 March 2020	
	Associates & Other Parties (a,b,c & e)	Key Management Personnels (d)	Associates & Other Parties (a, b,c,d & e)	Key Management Personnels (d)
Jindal Stainless Limited	100.10	-	55.66	-
Jindal Coke Limited	1.32	-	3.66	-
Prime Stainless DMCC	3.34	-	15.17	-
JSL Global Commodities Pte. Ltd.	14.06	-	0.44	-
Jindal United Steel Limited	4.56	-	-	-
Remuneration payable	**-**	**2.43**	**-**	**1.35**
Mr. Ratan Jindal	-	-	-	1.19
Mr. Abhyuday Jindal	-	2.25	-	-
Mr. Jagmohan Sood	-	0.11	-	0.09
Mr. Ramnik Gupta	-	0.05	-	0.05
Mr. Bhartendu Harit	-	0.02	-	0.02

Above to read with note no. 31 (c) .

@ Includes Inter corporate loan amounting to ₹1,050.00 crore (₹ 900.00 crore) together with interests accrued during financial years 2018-19, 2019-20 & 2020-21. For the financial year 2021-22, the interest would accrue on the aggregate outstanding amount on monthly basis. The cumulative amount including accumulated interest is repayable in one or more instalment by the earlier of (a) 31 March 2023 or (b) the effective date of scheme of arrangement or (c) such other date as may be mutually agreed between the company and Jindal Stainless Limited

Compensation to key management personnel

(₹ in Crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Short-term employee benefits*	21.73	27.90
Total Compensation to key management personnel	**21.73**	**27.90**

*As the future liability for gratuity & leave encashment is provided on an actuarial basis for the company as a whole, the amount pertaining to individual is not ascertainable and therefore not included above.

44 Income tax reconciliation

Tax expenses

(₹ in Crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Current tax	208.42	138.57
Deferred tax	(22.14)	(43.25)
Taxes in relation to earlier years	(1.80)	0.59
Total	**184.48**	**95.91**

Effective tax reconciliation

Numerical reconciliation of tax expense applicable to profit before tax at the latest statutory enacted tax rate in India to income tax expense reported is as follows :

(₹ in Crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Net Profit before taxes and before Share of associate	**734.33**	**470.77**
Enacted Tax Rate	25.168%	25.168%
Computed tax (income)/expense	184.82	118.48
Increase/(reduction) in taxes on account of:		
Additional allowance for tax purpose	(0.23)	(0.98)
Expenses not allowed for tax purpose	1.80	4.17
Deferred Tax recognized for earlier years	2.54	0.46
Current Tax recognized for earlier years	(4.34)	0.13
Effect of change in tax rate	(0.19)	(23.27)
Mat credit entitlement	(0.69)	-
Non taxable subsidiaries and effect of differential tax rate	0.77	(3.08)
Income tax expense reported	**184.48**	**95.91**

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Assets are tested for impairment whenever there are any internal or external indicators of impairment. Impairment test is performed at the level of each cash generating unit ('CGU') within the group at which the goodwill or other assets are monitored for internal management purposes, within an operating segment.The impairment assessment is based on higher of value in use and fair value less costs of disposal. During the year, the testing did not result in any impairment in the carrying amount of goodwill and other assets.The measurement of the cash generating units' value in use is determined based on financial plans that have been used by management for internal purposes. The planning horizon reflects the assumptions for short to- mid term market conditions.

Assumption	Approach used to determining values
Sales volume	Average annual growth rate over the five-year forecast period; based on past performance and management's expectations of market development.
Sales price	Average annual growth rate over the five-year forecast period; based on current industry trends and including long term inflation forecasts for each territory.
Budgeted gross margin	Based on past performance and management's expectations for the future.
Other operating costs	Fixed costs of the CGUs, which do not vary significantly with sales volumes or prices. Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures. The amounts disclosed above are the average operating costs for the five-year forecast period.
Annual capital	Expected cash costs in the CGUs. This is based on the historical experience of management, and the planned refurbishment expenditure. No incremental revenue or cost savings are assumed in the value-in-use model as a result of this expenditure.
Long-term growth rate	This is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports.
Pre-tax discount rates	Reflect specific risks relating to the relevant segments and the countries in which they operate.

46 Segment reporting

i) Information about business segment (for the year 2020-21)

Company operates in a Single Primary Segment (Business Segment) i.e. Stainless Steel products.

ii) Secondary segments (geographical segment)

(₹ in Crore)

		2020-21			2019-20		
		Within India	Outside India	Total	Within India	Outside India	Total
1	Revenue*	8,355.83	999.13	9,354.96	7,975.28	1,203.85	9,179.13
2	Non Current Assets**	2,152.34	-	2,152.34	2,246.62	-	2,246.62

* excludes other operating revenue

** The Group operating facilities are located in India

There are no major customers of the Group to whom sale is made more than 10% of total revenue.

47 Earning Per Share (EPS) computed in accordance with Ind AS 33 " Earning Per Share "

	For the year ended 31 March 2021	For the year ended 31 March 2020
Net Profit after tax attributable to owners of the parent (₹ in Crore)	693.78	392.87
Weighted average no. of equity shares for basic/diluted EPS (No's)	23,59,34,685	23,59,34,685
Basic/Diluted EPS Per Share (in ₹)	29.40	16.65
Face Value Per Share (in ₹)	2.00	2.00

48 Disclosures as per Indian Accounting Standard (IND AS) 115 'Revenue from contracts with customers'

A. Disaggregation of revenue

The Group has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty of revenues. This includes disclosure of revenues by geography and timing of recognition.

For the year ended 31st March 2021

(₹ in Crore)

Revenue from operations	Goods*	Service	Foreign currency (Million)	Amount (₹ In Crore)
Revenue by geography				
Domestic *	8,357.09	23.96	45.33	8,426.38
Export	973.91	-	-	973.91
Total	**9,331.00**	**23.96**	**45.33**	**9,400.29**
Revenue by time				
Revenue recognised at point in time				9,376.33
Revenue recognised over time				23.96
Total				**9,400.29**

* Export benefit has been included in domestic revenue

For the year ended 31st March 2020

(₹ in Crore)

Revenue from operations	Goods*	Service	Foreign currency (Million)	Amount (₹ In Crore)
Revenue by geography				
Domestic *	7,947.77	66.49	199.87	8,214.13
Export	1,164.87	-	-	1,164.87
Total	**9,112.64**	**66.49**	**199.87**	**9,379.00**
Revenue by time				
Revenue recognised at point in time				9,312.51
Revenue recognised over time				66.49
Total				**9,379.00**

* Export benefit has been included in domestic revenue

B. Revenue recognised in relation to contract liabilities

Ind AS 115 also requires disclosure of 'revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period' and 'revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods. Same has been disclosed as below:

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	45.08	32.85
Revenue recognised in the reporting period from performance obligations satisfied (or partially satisfied) in previous periods	-	-

C. Assets and liabilities related to contracts with customers

(₹ in Crore)

Description	As at 31 March 2021		As at 31 March 2020	
	Non-current	Current	Non-current	Current
Contract assets related to sale of goods				
Trade receivables	-	916.56	-	746.81
Contract liabilities related to sale of goods				
Advance from customers	-	44.00	-	45.08

D. Reconciliation of revenue recognised in Statement of Profit and Loss with Contract price

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Contract price	9,602.91	9,545.54
Less: Discount, rebates, credits etc.	202.62	166.54
Revenue from operations as per Statement of Profit and Loss	**9,400.29**	**9,379.00**

49 Lease related disclosures

The Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. The Company has leases for office building, warehouses and related facilities.

The following is the movement in lease liabilities and corresponding Right to use asset for leases classified under lease arrangements during the year ended March 31, 2021 :

Right to use Asset Movement

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Building		
Right to use assets-opening balance	**23.25**	**20.13**
Addition during the year	3.70	9.63
Depreciation during the year	7.39	6.51
Right to use assets-closing balance	**19.56**	**23.25**

Lease obligation Movement

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Lease obligation-Opening balance	**24.19**	**20.13**
Addition to lease obligation	-	10.16
Payment of lease	(5.66)	(8.80)
Addition as interest	2.39	2.70
Lease obligation-Closing balance	**20.92**	**24.19**

The following is the break-up of current and non-current lease liabilities as at March 31, 2021 :

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Current	4.94	5.96
Non Current	15.98	18.23
Total	**20.92**	**24.19**

The table below provides details regarding contractual maturities of lease liabilities of non cancellable contractual commitments on undiscounted basis.

As at 31 March 2021

(₹ in Crore)

	Lease Payments	Interest expense	Net Present value
Less than one year	6.81	1.87	4.94
One to five years	14.79	3.72	11.07
More than five years	7.73	2.82	4.91
Total			**20.92**

As at 31 March 2020

(₹ in Crore)

	Lease Payments	Interest expense	Net Present value
Less than one year	8.31	2.36	5.95
One to five years	16.95	4.61	12.34
More than five years	9.26	3.36	5.90
Total			**24.19**

The statement of profit or loss shows the following amounts relating to leases:

(₹ in Crore)

Description	For the year ended 31 March 2021	For the year ended 31 March 2020
Depreciation on Right to use assets	7.39	6.51
Interest expense on lease liability (included in finance cost)	2.39	2.70
Expense relating to low value leases (included in administrative expenses)	4.79	4.84
Total	**14.57**	**14.05**

50 Interest in subsidiaries and associates

50.1 Material non-controlling interest in subsidiary

Summarised financial information of JSL Lifestyle Limited, which has material non-controlling interest

The principal place of business : India

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Assets		
Non current assets	68.80	70.18
Current assets	153.26	192.63
Sub total	**222.06**	**262.81**
Liabilities		
Non-current liabilities	25.83	20.39
Current liabilities	80.38	135.25
Sub total	**106.21**	**155.64**
Equity attributable to owner's of the company {% of holding: 78.70%}	**91.17**	**84.35**
Equity attributable to non controlling interest {% of non controlling interest :21.30%}	**24.68**	**22.83**

(₹ in Crore)

	For the year ended 31 March 2021	For the year ended 31 March 2020
Revenue	280.12	311.95
Net profit for the year	8.66	6.96
Other comprehensive income	0.02	(0.05)
Total comprehensive income	8.68	6.91
Total comprehensive income attributable to non controlling Interests	1.85	1.47

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Net cash inflow/(outflow) from operating activities	8.72	16.61
Net cash inflow/(outflow) from investing activities	(6.79)	(11.37)
Net cash inflow/(outflow) from financing activities	(2.04)	(5.15)
Net cash inflow/(outflow)	**(0.11)**	**0.09**

50.2 Material Non-Controlling Interest in Subsidiary

Summarised financial information of Jindal Stainless Steelway Limited, which has material non-controlling interest

The principal place of business : India

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Revenue	-	1,740.93
Net profit for the year	-	33.49
Other comprehensive income	-	(0.20)
Total comprehensive income	-	33.29
Total comprehensive income attributable to non controlling interests (upto 14.02.2020)	-	5.28

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Net cash inflow/(outflow) from operating activities	-	51.09
Net cash inflow/(outflow) from investing activities	-	(2.84)
Net cash inflow/(outflow) from financing activities	-	(48.33)
Net cash inflow/(outflow)	**-**	**(0.08)**

50.3 Material interest in associate : Jindal Stainless Limited (Group)

Country of incorporation & operation : India

Principal activities : Manufacturer /producer of stainless steel flat products in austenitic, ferritic, martensitic and duplex grades

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
% of Ownership Interest	34.54%	34.54%

The above associate was accounted for using equity method in the consolidated financial statement.

(₹ in Crore)

	As at 31 March 2021	As at 31 March 2020
Non current assets	6,615.98	6,851.34
Current assets	4,118.53	3,826.30
Non-current liabilities	3,459.88	3,349.21
Current liabilities	4,056.25	4,598.17

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Revenue	12,229.36	12,990.76
Net profit for the year attributable to owners of the Parent	419.23	71.32
Other comprehensive income attributable to owners of the Parent	3.59	7.34
Total comprehensive income attributable to owners of the Parent	422.82	78.66

Reconciliation of Summarised financial Information to the carrying amount of the interest in the associates recognised in the consolidated financial statements:

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Net assets of the associate	3,151.41	2,717.24
% of share in associate	34.54%	34.54%
Share in net assets of associate (net of ₹ 296.02 Crores being fair value adjustment at the time of acquisition)	792.48	642.52
Other adjustments	-	-
Carrying amount of interest in associates	**792.48**	**642.52**

The associate had the following contingent liabilities (to the extent of share in associate)

(₹ in Crore)

		As at 31 March 2021	As at 31 March 2020
A.	Contingent liabilities not provided for in respect of		
i)	a) Sale tax/entry tax demands against which company preferred appeals.	38.23	38.27
	b) Excise duty/custom/service tax show cause notices/ demands against which company has preferred appeals.	15.44	5.90
	c) Income tax demands against which company has preferred appeals.	34.53	34.65
ii)	Demand made by Dy. Director of Mines, Jajpur Road Circle, Orissa against which company has preferred appeal / disputed by the Company.	26.78	26.78
B.	Corporate Guarantee given to banks against credit facilities / financial assistance availed by Jindal Stainless (Hisar) Limited, amount for facilities outstanding as on 31 March 2021 ₹ 2,940.36 Crore (₹ 3,378.11 Crore).	1,015.60	1,166.80

50.4 Immaterial Interest in Associates:

Country of incorporation & operation : India

		% of Ownership interest	
		As at 31 March 2021	As at 31 March 2020
1	Jindal Stainless Corporate Management Services Private Limited	50%	50%
2	J.S.S. Steelitalia Limited (till 15 January 2021)	-	33%

Immaterial interest in associate : Jindal Stainless Corporate Management Services Private Limited

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Carrying amount	5.20	4.05
Net Profit for the year	1.88	2.57
Other comprehensive income	0.42	(0.06)
Total comprehensive income	2.30	2.51

Immaterial interest in associate : JSS Steelitalia Limited

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Carrying amount	-	-
Net Profit for the year	-	(0.48)
Other comprehensive income	-	0.00
Total comprehensive income	-	(0.48)

51. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary / associate.

	Net assets (total assets minus total liabilities)		Share in profit /(loss)		Share in other comprehensive income		Share in total comprehensive income	
Name of the entity	As % of consolidated net assets	Amount (₹ in Crore)	As % of consolidated profit/(loss)	Amount (₹ in Crore)	As % of consolidated OCI	Amount (₹ in Crore)	As % of consolidated total comprehensive income	Amount (₹ in Crore)
Parent Company								
Jindal Stainless (Hisar)Limited	77.91	2,315.01	68.87	477.78	15.27	0.98	68.38	478.76
Subsidiaries: Indian								
Jindal Stainless Steelway Limited	8.04	239.03	9.35	64.87	1.25	0.08	9.28	64.95
JSL Lifestyle Limited	3.90	115.85	1.25	8.66	0.24	0.02	1.24	8.68
Green Delhi BQS Limited	(2.36)	(70.24)	(0.07)	(0.51)	-	-	(0.07)	(0.51)
JSL Media Limited	(1.24)	(36.94)	(0.65)	(4.48)	-	-	(0.64)	(4.48)
JSL Logistics Limited	0.02	0.55	0.01	0.04	-	-	0.01	0.04
Jindal Strategic Systems Limited	0.00	0.05	(0.00)	(0.00)	-	-	(0.00)	(0.00)
Jindal Lifestyle Limited	(0.00)	(0.00)	(0.00)	(0.01)	-	-	(0.00)	(0.01)
Minority Interest in all subsidiaries	**(0.90)**	**(26.67)**	**(0.26)**	**(1.82)**	**(0.11)**	**(0.01)**	**(0.26)**	**(1.83)**
Associates								
(Investment as per equity method)								
Jindal Stainless Corporate Management Services Private Limited	0.17	5.20	0.14	0.94	3.26	0.21	0.16	1.15
Jindal Stainless Limited	26.67	792.48	20.87	144.81	80.11	5.15	21.42	149.96
Consolidation Adjustments/ Elimination	(12.21)	(363.10)	0.49	3.50	(0.02)	(0.00)	0.48	3.50
Total	**100.00**	**2,971.22**	**100.00**	**693.78**	**100.00**	**6.43**	**100.00**	**700.21**

52 Capital work-in-progress (CWIP) includes technical know-how and supervision fees, taxes, machinery under installation/in transit, pre-operative expenses and other assets under erection. Details is as under :

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening balance	**106.87**	**92.33**
Add: Additions during the year	159.86	136.23
Less: Capitalisation during the year	83.37	121.69
Closing balance	**183.36**	**106.87**

53 Amount required to be spent towards Corporate Social Responsibility as per the provisions of section 135 of Companies Act, 2013 by the Company during the year is ₹11.01 Crore (₹ 10.23 Crore) and details of amount spent towards Corporate Social Responsibility is as under :

(₹ in Crore)

Particular	For the year ended 31 March 2021	For the year ended 31 March 2020
Promoting education & enhancing vocational skills	2.01	4.29
Promoting gender equality & empowering women	0.22	0.47
Ensuring environment sustainability & ecological balance	0.56	0.89
Promoting preventive health care	0.33	0.57
Rural development programme	0.78	1.31
Emergencies and relief work	4.97	2.20
Administration expenditure	0.27	0.58
Total	**9.14**	**10.31**

Consequent to the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, the group, through implementing agency, has transferred the unspent amount for ongoing project of ₹ 1.96 Crore to separate bank account subsequent to the balance sheet date.

54 No adjusting or significant non adjusting events have occurred between the reporting date and date of authorization of consolidated financial statements.

55 Previous years' figures have been re-arranged and regrouped wherever considered necessary. Figures less than ₹ 50000 have been shown as absolute number. Figures in bracket indicate previous year figures.

56 Note 1 to 56 are annexed to and form integral part of the consolidated balance sheet and consolidated statement of profit & loss.

The accompanying significant accounting policies and notes form an integral part of these consolidated financial statements.

In terms of our report of even date annexed hereto.

For **LODHA & CO.**
Chartered Accountants

(N.K. LODHA)
Partner
Membership No. 85155
FRN 301051E

For **S.S. KOTHARI MEHTA & COMPANY**
Chartered Accountants

(AMIT GOEL)
Partner
Membership No. 500607
FRN 000756N

PLACE: New Delhi
DATED: 18 May 2021

For and on behalf of the Board of Directors :

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

FORM AOC-1 (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES

(₹ in Crore)

Name of the Subsidiary (Read with Note No.1 (4) (i)	Reporting Period	Reporting Currency and Exchange Rate	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investment	Turnover	Profit/(Loss) before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Share holding
Jindal Stainless Steelway Limited	31-Mar-21	INR	14.06	224.30	476.15	237.79	15.71	1,859.44	88.58	24.39	64.19	-	100.000%
JSL Lifestyle Limited	31-Mar-21	INR	28.50	87.35	222.06	106.21	0.03	278.74	10.77	2.11	8.66	-	78.700%
Green Delhi BQS Limited	31-Mar-21	INR	0.10	(70.34)	0.39	70.62	-	-	(0.51)	-	(0.51)	-	95.090%
JSL Media Limited	31-Mar-21	INR	0.05	(36.99)	0.10	37.05	0.03	-	(4.48)	-	(4.48)	-	100.000%
JSL Logistics Limited	31-Mar-21	INR	0.05	0.50	1.11	0.56	-	2.19	0.05	0.01	0.04	-	100.000%
JSS Steelitalia Limited	31-Mar-21	INR	23.37	(8.99)	36.48	22.10	-	22.86	(1.62)	9.00	7.38		100.000%
Jindal Strategic Systems Limited	31-Mar-21	INR	0.05	(0.00)	0.05	0.00	-	-	(0.00)	-	(0.00)	-	100.000%
Jindal Lifestyle Limited	31-Mar-21	INR	0.01	(0.01)	0.02	0.02	-	-	(0.02)	(0.01)	(0.01)	-	100.000%

(₹ in Crore)

		Shares of Associate held by the company on the year end				Share in Total Comprehensive Income			
Name of Associate	Latest audited Balance Sheet Date	No.of shares	Amount of Investment in Associate	Extend of Holding%	Net worth attributable to shareholding as per latest audited Balance Sheet	Considered in Consolidation	Not Considered in Consolidation	Description of how there is significant influence	Reason why the Associate is not consolidated
Jindal Stainless Corporate Management Services Private Limited	31-Mar-21	5000	0.01	50.00%	5.18	1.15	1.15	% Holding	NA
Jindal Stainless Limited	31-Mar-21	168284309	366.19	34.54%	1,107.05	149.96	276.78	% Holding	NA

ABHYUDAY JINDAL
Managing Director
DIN 07290474

JAGMOHAN SOOD
Whole Time Director
DIN 08121814

RAMNIK GUPTA
Chief Financial Officer
PAN AHEPG2769D

BHARTENDU HARIT
Company Secretary
Membership No. A15123

PLACE : New Delhi
DATED : 18 May 2021

JINDAL STAINLESS (HISAR) LIMITED
(CIN: L27205HR2013PLC049963)
Regd. Office: O.P. Jindal Marg, Hisar — 125 005 (Haryana), India
Phone No. (01662) 222471-83, Fax No. (01662) 220499
Email Id. for Investors: investorcare.jshl@jindalstainless.com
Website: www.jshlstainless.com
Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi — 110 066.

E-COMMUNICATION REGISTRATION FORM

To,

Link Intime India Private Limited
[Unit: Jindal Stainless (Hisar) Limited]
Noble Heights, 1st Floor, Plot Nh2,
C-1 Block LSC, Near Savitri Market, Janakpuri,
New Delhi – 110 058
Phone No. (011) 41410592/93/94
Fax No. (011) 41410591
Email : delhi@linkintime.co.in

Green initiative on Corporate Governance

I/we hereby exercise my/our option to receive all communications from the Company such as Notice of General Meeting, Explanatory Statement, Audited Financial Statements, Balance Sheet, Profit & Loss Account, Directors' Report, Auditor's Report etc. in electronic mode pursuant to the "Green Initiative in Corporate Governance" taken by the Ministry of Corporate Affairs vide circular no. 17/2011 dated 21st April, 2011. Please register my e-mail ID as given below, in your records, for sending the communications:

Folio No./ DP ID & Client ID
No.:……

Name of 1st Registered Holder:……

Name of Joint Holder(s), if any :……

Registered Address of the Sole/1st Registered Holder:……

No. of Shares held:……

E-mail ID (to be registered):……

Date: …….. Signature :…….

Notes:

1) On registration, all communications will be sent to the e-mail ID registered.
2) Shareholders are requested to keep the Company's Registrar - Link Intime India Pvt. Ltd. informed as and when there is any change in the e-mail address.



BUSINESS RESPONSIBILITY REPORT 2020-21

Jindal Stainless (Hisar) Limited (JSHL)

Introduction

In an age where enterprises are increasingly seen as critical components of the social system, they are accountable not only to their shareholders from a revenue and profitability perspective but also to the larger society which is also its stakeholder. Hence, adoption of responsible business practices in the interest of the social set-up and the environment is as important as their financial and operational performance.

Ministry of Corporate Affairs, Government of India, developed the 'National Voluntary Guidelines (NVG) on Social, Environmental and Economic Responsibilities of Business' in 2011. These guidelines contain comprehensive principles to be adopted by companies as part of their business practices.

Further, Securities and Exchange Board of India (SEBI) has mandated top 1,000 listed companies of India by market capitalization to publish a Business Responsibility Report (BRR) based on NVG under SEBI Regulation 34(2) (f) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI LODR") as amended.

Business Responsibility Report serves as a tool to communicate the performance of organization on Economic, Social and Governance (ESG) parameters to its stakeholders. It also motivates the company to measure, disclose, and be accountable for organizational performance while working towards the goal of responsible and sustainable development.

JSHL is delighted to present its BRR for the Financial Year 2020-21. This report is developed in-line with the ‘suggested framework’ by SEBI.

Section A: General Information about the Company

1. Corporate Identity Number (CIN) of the Company	L27205HR2013PLC049963
2. Name of the company	Jindal Stainless (Hisar) Limited ("JSHL"/ "the Company")
3. Registered Address	O.P. Jindal Marg Hisar – 125 005, Haryana, India
4. Website	www.jshlstainless.com
5. E-mail ID	info@jslhsr.com
6. Financial year reported	2020-21
7. Sector(s) that the Company is engaged in (industrial activity code-wise)	Manufacture of Stainless Steel (24105)
8. List three key products/services that the company manufactures/provides.	1) Hot Rolled Stainless Steel Products 2) Cold Rolled Stainless Steel Products 3) Stainless Steel Plates
9. Number of locations where business activities are undertaken by the company 1) Total number of International locations 2) Total number of National locations	Jindal Stainless (Hisar) Limited (JSHL) mainly operates in India with plants located at Hisar and Visakhapatnam. Major sales offices of the company are at: 1) Gurugram 2) Kolkata 3) Mumbai 4) Ahmedabad 5) Vadodara 6) Pune 7) Chennai 8) Hyderabad 9) Bhubaneswar
10. Markets served by the company Local/State/National/International	JSHL is one of the largest domestic stainless steel producers and has global footprints that serve both National and International Markets and sectors including: • Automotive • Railway & Transport • Architecture • Building and construction • Chemical & petrochemical • Capital goods • Consumer durables

Section B: Financial Details of the Company

1.	**Paid Up Capital (INR)**	₹ 47,18,69,370
2.	**Total Turnover (INR)**	₹ 8,399.70 crores
3.	**Total Profit after Taxes (INR)**	₹ 477.78 crores
4.	**Total Spending on Corporate Social Responsibility (CSR) as percentage of Profit after Tax (%)**	₹ 8.84 crores 1.85%

5. **List of activities in which the expenditure in 4 above has been incurred.**

JSHL has been involved in following major activities:

a) Promoting Gender Equality and women empowerment
b) Rural Development
c) Promoting health care
d) Promoting Education and enhancing vocational skills
e) Ensuring environmental sustainability and ecological balance
f) Emergencies and relief work

Section C: Other Details

1. **Does the company have any Subsidiary Company/Companies?**

Yes, JSHL has 8 subsidiaries:

- JSL Lifestyle Limited
- Jindal Stainless Steelway Limited
- JSL Logistics Limited
- Green Delhi BQS Limited
- JSL Media Limited
- Jindal Lifestyle Limited
- Jindal Strategic Systems Limited
- J.S.S. Steelitalia Limited

2. **Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)**

No.

3. **Do any other entity / entities (e.g. Supplier, distributor etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes indicate the percentage of such entities? (Less than 30%, 30 – 60% and More than 60%)**

No.

Section D: BR Information

1. Details of Director/Directors responsible for BR

a) Details of the Director/Director responsible for implementation of the Business Responsibility policy/policies

Name	DIN Number	Designation
Mr. Jagmohan Sood	08121814	Whole Time Director

b) Details of the Business Responsibility Head

DIN Number (if applicable)	08121814
Name	Mr. Jagmohan Sood
Designation	Whole Time Director
Telephone number	+91 1662 222471
e-mail id	jsood@jshl.in

2) Principle-wise (as per NVGs) BR

Policy/policies (Reply in Y/N)

	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	**Do you have policy/policies for….**	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	**Has the policy been formulated in consultation with relevant stakeholders?**	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	**Does the policy conform to any national /international standards? If yes, specify? (50 words)**	Y	Y	Y	Y	Y	Y	Y	Y	Y
4	**Has the policy been approved by the Board? If yes, has it been signed by the MD/ owner/ CEO/ appropriate Board Director?**	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	**Does the Company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?**	The policies are implemented under the directions of Board/ Managing Director/Whole Time Director.								

6	**Indicate the link to view the policy online?**	JSHL's policies relating to our external stakeholders can be viewed on the website at https://www.jshlstainless.com/corporate-governance#corporate-governance Our policies relating to our employees, internal stakeholders are available on Intranet.								
7	**Has the policy been formally communicated to all relevant internal and external stakeholders?**	Y	Y	Y	Y	Y	Y	Y	Y	Y
		JSHL's policies relating to external stakeholders can be viewed on the website at https://www.jshlstainless.com/corporate-governance#corporate-governance Our policies relating to our employees, internal stakeholders, are available on Company's Intranet. Our Intranet also has a 'Contact' section which serves as a platform for our stakeholders to contact us regarding any queries they may have.								
8	**Does the Company have in-house structure to implement its policy/policies?**	Y	Y	Y	Y	Y	Y	Y	Y	Y

9	**Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to policy/policies?**	At JSHL, we have a Stakeholders Relationship Committee at the Board level, which addresses the grievance of our shareholders. Additionally, we also have a Whistle Blower policy which covers all our stakeholders' grievances.								
10	**Has the Company carried out independent audit/evaluation of the working of this policy by an internal or external agency?**	Y	Y	Y	N	N	Y	N	Y	Y

b) If answer against any principle, is 'No', please explain why: (Tick up to 2 options):

S. No	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	**The company has not understood the principles**	-	-	-	-	-	-	-	-	-
2	**The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles**	-	-	-	-	-	-	-	-	-

3	**The company does not have financial or manpower resources available for the task**	-	-	-	-	-	-	-	-	-
4	**It is planned to be done within the next 6 months**	-	-	-	-	-	-	-	-	-
5	**It is planned to be done within the next year**	-	-	-	-	-	-	-	-	-
6	**Any other reason (please specify)**	-	-	-	-	-	-	-	-	-

3. Governance related to BR

a) **Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.**

The Company assesses the BR performance of the various principles on continual basis.

b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

JSHL publishes Business Responsibility Report, as and when it is applicable to the Company. These reports are available on Company's website - https://www.jshlstainless.com/corporate-governance#corporate-governance

Section E: Principle Wise Performance

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?**

   All employees/stakeholders of JSHL are subjected to work within the boundaries of this policy. The Company ensures compliance of ethical standards by its vendors/ suppliers/consultants/ contractors etc through appropriate clauses in the works contracts to which they are obligated.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.**

   No complaint was received during the period under review with regard to violation of ethics, bribery and corruption.

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

1. **List up to 3 products or services whose design has incorporated social or environmental concerns, risks, and/or opportunities.**

   Today, environmental factors are at the forefront of material selection for specifiers. Stainless steel's long service life, 100 percent recyclability and its valuable raw materials make it an excellent environmental performer. Stainless steel objects rarely become waste at the end of their useful life. Recycled stainless objects are systematically separated and recovered to go back into the production process through recycling.
   As a part of our ongoing commitment to improve the environment, we seek to reduce the environment impact of our operation and promote sustainable development by the integration of environment performance consideration in the procurement process also. In an effort to reduce resource consumption, waste generation and hence reduce our impact on the environment, we use stainless steel scrap as one of the raw materials in the production of the following stainless steel products:

   1. Hot rolled coils
   2. Cold rolled coils
   3. Sheets

2. **For each product, provide the following details in respect of resources (energy, water, raw material etc.) per unit of product.**

   (i) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

   (ii) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

   JSHL is continuing its efforts to optimise energy and other resources by optimization of processes and upgraded technologies in the utilities and material movement. The plant has achieved new milestones in terms of the overall specific energy consumption (per tonne of the product) and recorded the SEC of finished products at 8.84 GJ per tonne, as compared to 12.8 and 9.80 of two leading international stainless steel producers, respectively.

   The Company continues to concentrate its efforts on reducing energy consumption by increasing the focus on sustainable production practices by adopting process automation techniques such as inverter-based closed-loop control systems in

descaling pumps, pollution control systems associated with electric arc furnaces, and compressed air system.

Stainless steel is easy to clean and does not breed bacteria easily. Therefore, it is widely used in the manufacturing of food and medicine. The presence of chromium in stainless steel forms a natural, passive protective layer that averts the steel from corroding. Therefore, if the correct grade of steel is chosen for an application it poses little to no risk to the people handling it. Moreover, it becomes an environment-friendly choice as 100% of it is recycled at the end of its life.

All stainless steel, even stainless steel created a century ago, can be recycled today and used in new products and applications. This makes Stainless steel a sustainable material that can enable a transition to resilient low carbon economies.

3. **Does the company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Provide details thereof, in about 50 words or so.**

   Yes, JSHL always expounded on the principles of sustainable growth by adopting people friendly, nature friendly practices in its diverse operations. Sourcing at JSHL also follows the methodology of sustainability. In the past financial there has been a significant improvement in the sourcing of key raw materials viz. Stainless Steel Scrap, Copper bearing scrap, Ferro nickel and MS scrap etc. While 80% of the input material is coming from recycled products thereby boosting the Jindal's ideology of preserving environment. Our commitment towards a sustainable and green environment is testified by the ISO 14001 certification. Through its implementation we demonstrate of being a better corporate citizen, reduce wastage, ensure appropriate utilization of resources and improve our carbon footprint.

4. **Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

   JSHL has been the torch bearer of sustainable business practices for the past 4 decade & it is continue to adopt the environment and people friendly best practices in the business. With a view of developing domestic suppliers various key input raw materials has been sourced through domestic small producers which includes sourcing of Ferro Nickel (70% approx.) & MS scrap (62% approx.). Even in the difficult times of pandemic JSHL Hisar has contributed to the society by supplying the Liquid Oxygen and continued to provide medical facilities to the local community. The 500 bedded make shift Covid hospital in collaboration with government is also few initiatives of JSHL.

5. **Does the company have mechanism to recycle products and waste? If yes, what is the percentage of recycling waste and products?**

At JSHL we pursue the policy of four R's -- Recycle, Reduce, Reuse and Recover that minimizes the risk of solid waste contamination. The main objective of our company is to transform solid waste into wealth in order to benefit from it. JSHL is committed to considering the environmental aspects, potential impacts and costs, associated with the life cycle assessment of goods and services being acquired.

This calls for conscious efforts across JSHL in the following areas:

1. Reduce, Reuse, Recycle and Recover: JSHL is committed to reducing reuse resource consumption and minimizing waste while considering the life cycle costs of products. We seek to implement the hierarchy of preference to reduce, reuse, recycle and recover resources throughout the process.
2. Buy Recycled: We are committed to buying recycled/ part recycled products to optimize consumption and stimulate demand for recycled products, promoting the collection and reprocessing of waste and working toward zero discharge to landfill.
3. "Green" the supply Chain: we hope to maximize the benefits by encouraging our supplier/vendor to adopt our environment practices. We endeavor to undertake procurement activities with suppliers who share Green values.

Principle 3: Businesses should promote the wellbeing of all employees

1. **Please indicate the total number of employees**

   5,113 employees

2. **Please indicate the total number of employees hired on temporary/ contractual/casual basis.**

   174 employees

3. **Please indicate the number of permanent women employees.**

   7 employees

4. **Please indicate the number of permanent employees with disability.**

   11

5. **Do you have an employee association that is recognized by management?**

   Yes

6. **What percentage of your permanent employees are a member of this recognized employee association?**

   3,714

7. **Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

We did not receive any complaints related to child labour, forced labour, involuntary labour, and sexual harassment during the reporting period.

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   At JSHL, we encourage constant learning as well as personal and professional development. To achieve this, we provided safety and skill up-gradation to 83% of our employees during last year. We continue to focus our efforts on training our employees and add holistic value.

Principle 4: Businesses should respect the interests of, and be responsive to the needs of all stakeholders, especially those who are disadvantaged, vulnerable, and marginalized.

1. **Has the company mapped its internal and external stakeholders? Yes/No**

   Yes. At JSHL, we have identified Investors, Shareholders, Employees, Local Communities, Civil Societies, NGOs, Legal Institutions, Trade Associations, Media, Suppliers, Business Partners, Customers, Dealers, Government, Regulators and Competitors as its key stakeholder groups. Engagement responsibility for each stakeholder group is entrusted with specific teams within our Company.

2. **Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?**

   Yes, we have identified vulnerable and disadvantaged section through our CSR programs. Focus has been given to farmers communities by providing advisory services on best agriculture practieces, program from Women form low income group, Solid Waste Management project for informal waste pickers and special education program on Indian Sigh Language and Basic Computer for differently ables school children.

3. **Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable, and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.**

   Women, children, marginal farmers, downtrodden/underprivileged sections of the demography residing in the peripheral areas/adjoining villages of the company have been identified and conducted need assessment & socio economic studies conducted at various times. The CSR initiatives taken up for the same are Farmers Development Project for adoption of best agriculture practices, skill training for Women empowerment, Deaf School Strengthening project for speech & Hearing impairment students, Scholarship and financial assistance to needy persons, Smart Classes, Safe Drinking water , Covid -19 relief works, etc.

Principle 5: Businesses should respect and promote human rights

1. **Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?**

   At JSHL, we respect human rights and the policy is embedded in our Company's Code of Conduct. However we do not have a separate standalone Human Rights Policy. We recognize and address the issues relating to Business and Human Rights as per the United Nations Guiding Principles on

Business & Human Rights and we selectively highlight these to our senior management. We also support and encourage the following of best human rights practices with our business associates. We have been engaged with various institutions, which promote Human Rights like the NHRC, Bombay Chambers of Commerce, CII, Institute of Business and Human Rights, London, Global Business Institute of Human Rights, U. K., OHCHR, Geneva besides others. Our endeavor is to learn and share global good practices and embed them into our system. We are also a part of the UNGC and ensure timely submission of the COP, which has a large part on issues relating to Human Rights.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

   We have received no complaints regarding violation of human rights, during the reporting period.

Principle 6: Business should respect, protect, and make efforts to restore the environment

1. **Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.**

   Yes, at JSHL, we have a well-defined Environment Policy, and it extends to our entire business. All our plants continously strives towards Environment Protection, Prevention of environmental pollution, and Environment Improvement around its business units. With respect to the suppliers and contractors, environmental compliances are an integral part of our work policy.

2. **Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.**

   Yes. At JSHL, we are committed to design, manufacture and distribute our products in ecofriendly manner. Climate change is probably the biggest challenge ever to confront the steel industry. In response to this challenge, the JSHL is committed to minimizing the environmental impact of its operations and products. We are currently developing a climate change strategy which includes various measures to improve energy performance both in the immediate future and in the long run.

   Our efforts to reduce emissions are highlighted below:

   • Continuing to improve current processes & benchmarking with the best within the steel industry.
   • Usage of renewable energy resources.
   • Adoption of energy efficient technologies for all future expansion plans.
   • Investing in breakthrough technologies.
   • Developing new products and services to reduce environmental impact over the product lifecycle.
   • Creating awareness at all levels and functions.

3. **Does the company identify and assess potential environmental risks? Y/N**

   Yes, as part of ISO 14001, ISO 9001 and OHSAS 18001 certifications, at JSHL, we undertake continuous assessment of the potential environmental risks. We also undertake internal and external audits under ISO 14001 to assess the implementation of our environment related activities.

4. **Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?**

Yes, we do have Clean Development Mechanism Project, which focuses on renewable energy (solar energy) and alternate sources of fossil fuels.

The sustainable approach of JSHL is based on the long-term vision of green growth supported by new and innovative technologies, renewable energy sources, and alternate sources of fossil fuels. We have increased the share of renewable energy by a total installation of 650 kWp solar PV system, thus a reduction in GHG emission of 800 tonnes of CO2 per year.

Also, the share of environment-friendly green biofuel has been increased to 4.1% (total 15,235 GJ) in total thermal energy consumption (LDO). The annual reduction in GHG emission is estimated to be 1,130 tonnes of CO2.

5. **Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. If yes, please give hyperlink for web page etc.**

Yes, the company has taken the initiatives on clean technology, energy efficiency, renewable energy, etc.

- Periodically energy audit of all energy consuming facilities/sections to identify the implementable potential for technology up-gradation in process and utility sections, energy and resource efficiency measures.
- JSHL has joined the hand with TERI for long-term engagement on identification and implementation of new and innovative energy conservation, waste heat recovery, process automation, renewable energy project, etc.
- Water and other resource conservation drive also initiated to reduce the overall operating cost and reduced harnessing the natural resources.
- ISO 50001:2018 to improve the energy management system and energy performance by improving the “Convenience”, “Adequacy”, and “Efficiency”
- JSHL is about to achieve 100% installation of energy-efficient LED lighting in production, administration, and township areas.
- Improvements in fuel efficiency of the furnaces by oxygen enrichment, improved thermal insulations, modification in bullnose design, etc.

6. **Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?**

Yes, the emissions/waste generated by JSHL is within the permissible limits given by CPCB/SPCB.

7. **Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.**

   The Company does not have any Show Cause Notice from CPCB/ SPCB pending.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

1. **Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:**

   JSHL is a member of Federation of Indian Chamber of Commerce & Industry (FICCI), the Confederation of Indian Industry (CII), Association of Chamber of Commerce & India (ASSOCHAM) and PHD Chamber of Commerce and Industry.

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)**

   JSHL has been involved in advocacy related to economic reforms, sustainable business, raw material security etc. These interactions with the Government help in partnering with an aim for the holistic development of the sector in India.

Principle 8: Businesses should support inclusive growth and equitable development

1. **Does the company have specified programs/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   At JSHL, we have a number of programs for our marginalized stakeholders with the aim of supporting inclusive growth. These programs have been listed in sub section 2 below.

2. **Are the programs/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?**

   All our projects and programs are covered under Jindal Stainless Foundation. Our CSR teams undertake project directly and also through implementation with partners Organizations.

   • Agriculture Development Project focusing the improvement of the farmer's income thru Improved Production Practices & Market Linkages with support of Gram Unnati Foundation.
   • Safe Drinking Water Project was initiated in Government School and O. P. Jindal Memorial Park
   • Smart Classes at Government schools with support of Next Education Private Limited.
   • Solar water pump at villages in partnership with Claro Energy Private limited.
   • Skill development training projects managed directly.
   • Scholarship and financial assistance to the needy persons for Education & Healthcare
   • Deaf School Strengthening project in partnership with Noida Deaf Society at Welfare Center forpersons with Speech & Hearing Impairment.
   • Restoration & maintenance of Park in partnership with Prabhaav Foundation.

• The project "Software –as-a-Service" (SaaS Service) is being carried out in partnership with SuperHuman Race Pvt Ltd.
• Hisar Heroes project for informal waste pickers in partnership with Green Dream Foundation.
• Covid -19 relief works.

3. **Have you done any impact assessment of your initiative?**

Yes. JSHL has conducted impact assessment of CSR activities through third party evaluation by data monitoring system and its analysis. The date analysis helped in getting an understanding of the effect and impact of the various projects.The project "Software –as-a-Service" (SaaS Service) is being carried out in partnership with SuperHuman Race Pvt Ltd. This initiative is focusing on technology start-up for automating our CSR and compliance requirements, measuring the return on investment, generating data for visualization, reporting, social impact, etc.

4. **What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?**

Projects undertaken	**Amount spent in INR (Rs. in Crore)**
Promoting Education & Enhancing Vocational Skills	1.66
Promoting Health Care	0.34
Promoting Gender Equality & Empowering Women	0.26
Rural Development Programme	0.78
Ensuring Environmental Sustainability and Ecological balance	0.56
Emergencies and Relief work	4.97
Admin. Overheads	0.27
TOTAL	**8.84**

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.**

For successful implementation and adoption of our community projects, we consult and engage with all appropriate stakeholders, right from the inception of the projects. Communities are also involved in delivery, as well as monitoring phases of the programs.

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. **What percentage of customer complaints/consumer cases are pending as on the end of financial year.**

There were no major customer complaints pending. Minor customer complaints received during the course of regular operations were resolved by appropriate departments.

2. **Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)**

The Labeling on our Products is done as per the requirements stipulated under various Standards such as ASTM/ASME/EN/BIS etc. We also understand our Labeling is meeting the norms of Taxation & Weights and Measures Department as the same is being Audited/Checked by these relevant

Authorities from time to time. In addition, JSHL provides standard information as required by its customers.

3. **Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

   Nil

4. **Did your company carry out any consumer survey/ consumer satisfaction trends?**

   Yes

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