JINDAL STAINLESS

JSL/St. Exch/Postal Ballot/
February 15, 2013

National Stock Exchange of India Ltd.
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Mumbai – 400 051.
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Kind Attn. Listing Section

Sub.: Results of Postal Ballot Voting under Clause 35A of the Listing Agreement

Dear Sir,

This is to inform you that in accordance with Section 192A of the Companies Act, 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules, 2011 approval of the Shareholders was sought by passing Special Resolutions through Postal Ballot & E-voting on following matters as set out in the Postal Ballot Notice dated 24th December, 2012:

1. To approve, ratify and confirm the Reworked Corporate Debt Restructuring Scheme in relation to the Company's debts in accordance with the Scheme approved by the domestic lenders of the Company and as set out in the letter of CDR Cell dated 18th September, 2012.

2. To approve issuance of up to 1,35,50,000 (One Crore Thirty Five Lac Fifty Thousand) equity shares aggregating to Rs.100.27 Crore on a preferential allotment basis under Section 81(1A) of the Companies Act, 1956, on or before 31st March 2013;

3. To approve issuance of up to 1,35,50,000 (One Crore Thirty Five Lac Fifty Thousand) equity shares aggregating to Rs.100.27 Crore on a preferential allotment basis under Section 81(1A) of the Companies Act, 1956, on or before 30th June 2013;

The Board of Directors had appointed Mr. Subhash Gupta, Advocate, as Scrutinizer for conducting the Postal Ballot & E-Voting in accordance with the provisions of the Companies Act, 1956 in a fair and transparent manner.

Based on the Scrutinizer's Report dated 15th February, 2013, in terms of the authority of the Board of Directors, Mr. Jitender P. Verma, Executive Director (Finance) of the Company has declared the results of Postal Ballot & E-Voting on the same date.

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Summary of the Postal Ballot Forms (PBFs) including vote cast through E-Voting is as follows:

Sr.	Particulars	Resolution No. 1 (Special)			Resolution No.2 (Special)			Resolution No.3 (Special)		
		No. of Ballots	No. of shares	% to total paid-up capital	No. of Ballots	No. of shares	% to total paid-up capital	No. of Ballots	No. of shares	% to total paid-up capital
a	Total PBFs received	540	9,28,75,679	48.747	537	9,28,75,269	48.746	538	9,28,75,929	48.747
b	Less: Invalid PBFs	18	12,951	0.007	18	12,951	0.007	18	12,951	0.007
c	Net Valid votes (as per register)	522	9,28,62,728	48.740	519	9,28,62,318	48.740	520	9,28,62,978	48.740
d	Votes with Assent for the Resolution	502	9,28,57,323	48.737	497	9,28,54,653	48.736	498	9,28,55,208	48.736
	% of votes with Assent to the total votes cast			**99.994**			**99.992**			**99.992**
e	Votes with Dissent for the Resolution	20	5,405	0.003	22	7,665	0.004	22	7,770	0.004
	% of votes with Dissent to the total votes cast			**0.006**			**0.008**			**0.008**

The votes cast in favour of the resolutions were about 99.99% of the total votes cast. Thus, the said resolutions as set out in the Postal Ballot Notice dated 24th December, 2012 have been passed with overwhelming majority as Special Resolutions on 15th February, 2013.

Pursuant to the provisions of Clause 35A of the Listing Agreement, disclosures pertaining to the voting results of the postal ballot, including votes cast through E-Voting are attached herewith as Annexure.

We request you to please take the above results on record.

Thanking you,

Yours faithfully,
for **Jindal Stainless Limited**

Jindal Stainless Limited

(Jitendra Kumar)
Company Secretary

Encl. As above

Jindal Stainless Limited
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12, Bhikaiji Cama Place,
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Annexure

Details of voting results of the Postal Ballot including votes cast through E-Voting pursuant to Clause 35A of the Listing Agreement:

Sr. No.	Description	Particulars		
A	Date of Postal Ballot Notice	24th December, 2012		
B	Date of Report of the Scrutinizer	15th February, 2013		
C	Date of Declaration of Results	15 February, 2013		
D	Total number of shareholders on Record / Cut-off Date i.e. 21th December, 2012.	50,678		
		Resolution No. 1	**Resolution No. 2**	**Resolution No. 3**
E	Total number of physical ballot forms received (Resolution wise)	* 520	* 517	* 518
F	Less: Total number of invalid physical postal ballot forms	18	18	18
G	Total number of valid physical ballot forms (Resolution wise)	* 502	* 499	* 500
H	Total number of votes on E-Voting platform	20	20	20
I	Total number of votes (physical & E-voting system)	* 540	* 537	* 538

* ***In some of the Postal Ballot Forms, the Members have not casted their votes with respect to all the three resolutions. Hence, the difference.***

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Agenda wise voting results:

Resolution No. 1

Item No.	Details of the Agenda	Resolution required	Mode of Voting
1	To approve, ratify and confirm the Reworked Corporate Debt Restructuring Scheme in relation to the Company's debts in accordance with the Scheme approved by the domestic lenders of the Company and as set out in the letter of CDR Cell dated 18th September, 2012.	Special	Postal Ballot & E-Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	7,44,67,250	7,44,21,785	99.94	7,44,21,785	-	100	-
Public – Institutional holders	6,25,09,501	1,82,84,571	29.25	1,82,84,571	-	100	-
Public-Others	5,35,50,796	1,56,372	0.29	1,50,967	5405	96.54	3.46
Total	**19,05,27,547**	**9,28,62,728**	**48.74**	**9,28,57,323**	**5405**	**99.99**	**0.01**

Resolution No. 2

Item No.	Details of the Agenda	Resolution required	Mode of Voting
2	To approve issuance of up to 1,35,50,000 (One Crore Thirty Five Lac Fifty Thousand) equity shares aggregating to Rs.100.27 Crore on a preferential allotment basis under Section 81(1A) of the Companies Act, 1956, on or before 31st March 2013	Special	Postal Ballot Form & E-Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	7,44,67,250	7,44,21,785	99.94	7,44,21,785	-	100	-
Public – Institutional holders	6,25,09,501	1,82,84,571	29.25	1,82,84,571	-	100	-
Public-Others	5,35,50,796	1,55,962	0.29	1,48,297	7,665	95.09	4.91
Total	**19,05,27,547**	**9,28,62,318**	**48.74**	**9,28,54,653**	**7,665**	**99.99**	**0.01**

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Resolution No. 3

Item No.	Details of the Agenda	Resolution required	Mode of Voting
3	To approve issuance of up to 1,35,50,000 (One Crore Thirty Five Lac Fifty Thousand) equity shares aggregating to Rs.100.27 Crore on a preferential allotment basis under Section 81(1A) of the Companies Act, 1956, on or before 30th June 2013	Special	Postal Ballot Form & E-Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	7,44,67,250	7,44,21,785	99.94	7,44,21,785	-	100	-
Public – Institutional holders	6,25,09,501	1,82,84,571	29.25	1,82,84,571	-	100	-
Public-Others	5,35,50,796	1,56,622	0.29	1,48,852	7,770	95.04	4.96
Total	**19,05,27,547**	**9,28,62,978**	**48.74**	**9,28,55,208**	**7,770**	**99.99**	**0.01**

For **Jindal Stainless Limited**

Jindal Stainless Limited

(Jitendra Kumar)
Company Secretary

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