

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : Jindal Saw Limited

Quarter ending: 31-December-2018

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN\$	DIN	Category (Chairperson /Executive/N on-Executive/in dependent/Nominee)&	Date of Appointment in the current term/cessation	Tenure*	No of Directorship in-listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Shri	Prithavi Raj Jindal	AALPJ2102R	00005301	Chairperson-Non Executive	31-Oct-1984	N.A.	1	0	1
Ms.	Sminu Jindal	AAGPJ1586N	00005317	Executive	1-Feb-2016	N.A.	1	1	0
Ms.	Shradha Jatia	AAGPJ9066R	00016940	Non Executive	10-Sep-2014	N.A.	1	0	0
Ms.	Tripti Arya	ACXPJ7608J	00371397	Non Executive	10-Sep-2014	N.A.	1	0	0
Shri	Neeraj Kumar	AALPK7244D	01776688	Executive	1-Jul-2018	N.A.	2	2	0
Shri	Hawa Singh Chaudhary	AAAPC0728K	00041370	Executive	1-Nov-2017	N.A.	1	0	0
Shri	Devi Dayal	AADPD3908M	01083282	Independent	10-Sep-2014	5 years	2	1	0
Dr.	Raj Kamal Aggarwal	AAAPA4978M	00005349	Independent	10-Sep-2014	5 years	3	2	3
Dr.	S. K. Gupta	AADPG5633J	00011138	Independent	10-Sep-2014	5 years	2	2	1
Shri	Ravinder Nath Leekha	ABRPL7538E	00888433	Independent	10-Sep-2014	5 years	2	2	0
Shri	Abhiram Tayal	ACDPT5051B	00081453	Independent	18-Sep-2015	5 years	2	0	0
Shri	Ajit Kumar Hazarika	AAAPH6649C	00748918	Independent	22-Dec-2016	5 years	1	2	0

\$PAN number of any director would not be displayed on the website of Stock Exchange  
 &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen  
 \* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non- Executive/independent/Nominee) §</b>
1. Audit Committee	Dr. Raj Kamal Aggarwal	Chairman of the Committee - Independent
	Shri Neeraj Kumar	Executive
	Shri Devi Dayal	Independent
	Dr. S. K. Gupta	Independent
	Shri Ravinder Nath Leekha	Independent
	Shri Ajit Kumar Hazarika	Independent
2. Nomination & Remuneration Committee	Dr. Raj Kamal Aggarwal	Chairman of the Committee - Independent
	Shri Ravinder Nath Leekha	Independent
	Shri Devi Dayal	Independent
3. Risk Management Committee(if applicable)	Dr. Raj Kamal Aggarwal	Chairman of the Committee - Independent
	Shri Neeraj Kumar	Executive
	Shri Hawa Singh Chaudhary	Executive
	Shri Devi Dayal	Independent
	Shri Narender Mantri	CFO
	Shri Vinay Kumar	Global Head (Treasury)
	Sunil K. Jain	Company Secretary
4. Stakeholders Relationship Committee'	Shri Prithavi Raj Jindal	Chairman of the Committee - Non Executive Chairman of the Company
	Ms. Sminu Jindal	Executive
	Shri Neeraj Kumar	Executive
	Dr. Raj Kamal Aggarwal	Independent
	Shri Ravinder Nath Leekha	Independent
	Shri Ajit Kumar Hazarika	Independent
§Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		



III. Meeting of Board of Directors				
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)		
1-Aug-18	12-Nov-18	89		
14-Aug-18				
IV. Meeting of Committees				
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	12-Nov-18	Yes	1-Aug-18	102
Nomination and Remuneration Committee	Nil	N.A.	Nil	N.A.
Stakeholders' Relationship Committee	15-Oct-18	Yes	13-Sep-18	31
	15-Nov-18			
	26-Nov-18			
	5-Dec-18			
Risk Management Committee	Nil	N.A.	Nil	N.A.
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
V. Related Party Transactions				
Subject		Compliance status (Yes/No/NA) refer note below		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		Yes		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes		
<b>Note</b>				
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.				
2 If status is "No" details of non-compliance may be given here.				
VI. Affirmations				
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015				
a. Audit Committee				
b. Nomination & remuneration committee				
c. Stakeholders relationship committee				
d. Risk management committee (applicable to the top 100 listed entities)				
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.				
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- All the previous meetings of Board of Directors were held as per the provisions of Listing Agreement, applicable from time to time.				
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: N.A.				

For Jindal Saw Limited

Sunil K Jain  
Company Secretary  
FCS: 3056



## JINDAL SAW LIMITED

Details of material related party transactions for the quarter/period ended 31<sup>st</sup> December, 2018:

(Rs. In Crores)

S No.	Particulars	For the quarter ended 31.12.2018	For the period ended 31.12.2018
1.	Jindal Steel and Power Limited	479.35	1301.72
	<b>Total</b>	<b>479.35</b>	<b>1301.72</b>

A handwritten signature in blue ink is written over a blue circular stamp. The stamp contains the text "JINDAL SAW LIMITED" around the perimeter and a small star symbol at the bottom.