



April 9, 2016

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Stock Code- 500378

National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra (East)
Mumbai - 400 051
Stock Code-JINDALSAW

Sub. : Details regarding voting result at Court Convened meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015

Dear Sirs,

This is to inform you that the equity shareholders of the Company, at the court convened meeting under section 391-394 of the Companies Act, 1956, held on Saturday, the 9th April, 2016 at the registered office of the Company approved the Composite Scheme of Arrangement among the Company, JITF Infralogistics Limited, JITF Shipyards Limited and JITF Waterways Limited and their respective shareholders and creditors with requisite majority.


In terms of Regulation 44(3) of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, the details regarding result of voting at above meeting of equity shareholders are as under:

I.	Date of court convened meeting of equity shareholders	:	9 th April, 2016
II.	Total number of shareholders on record date	:	49517
III.	No. of shareholders present in the meeting either in person or through proxy		
	(i) Promoters and Promoter Group	:	14
	(ii) Public	:	70
IV.	No. of shareholders attended the meeting through video conferencing	:	N. A.
V	Agenda-wise details	:	Attached as annexure- A along with scrutinizer's report.

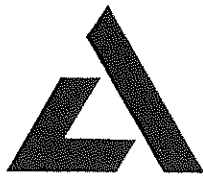
We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For JINDAL SAW LTD.,


SUNIL K. JAIN
COMPANY SECRETARY
FCS : 3056





**AWANISH
DWIVEDI & ASSOCIATES**
COMPANY SECRETARIES

A-308, LGF, Defence Colony,
New Delhi - 110024
Tel. : 011- 46074119, Cell : +91 9871415344
Email : adassociates.asia@gmail.com
awanishcorporate@gmail.com
Web. : www.awanishdwivedi.info

Scrutinizer's Report

To,
Mr. Bharat Pratap Singh
The Chairman
Court Convened Meeting of the Equity Shareholders of
JINDAL SAW LIMITED
Called by the Hon'ble High Court of Allahabad
held on 9th April, 2016 at A-1 UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan
District Mathura, Uttar Pradesh 281403 ("Registered Office")

Ref: Order passes by Hon'ble High Court of Allahabad, dated February 17, 2016 in connection with Composite Scheme of Arrangement among Jindal Saw Limited and JITF Infralogistics Limited and JITF Shipyards Limited and JITF Waterways Limited and their respective Shareholders and Creditors as per Company Application No. 4/2016.

Sub: Scrutinizer's Report on remote e-voting/ Poll conducted in the court convened meeting of Equity Shareholders in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2014 and as per the provisions of the Companies Act, 1956.

Dear Sir,

Please refer to my engagement letter dated 1st February, 2016 appointing me as a Scrutinizer for the purpose of scrutinizing the physical ballot and e-voting process in a fair and transparent manner and ascertaining the requisite majority on poll and remote e-voting carried out as per the provision of **Section 108** of the Companies Act, 2013 read with **Rule 20** of the Companies (Management and Administration) Amendment, 2014.

I, **CS Awanish K. Dwivedi**, proprietor of **M/s Awanish Dwivedi & Associates**, Company Secretaries having office at A-308, LGF, Defence Colony, New Delhi- 110024, submit my report as under:

1. As per order stated by the Hon'ble High Court, Allahabad dated 17th February, 2016, notice of the Court Convened General Meeting of the Equity Shareholders of Jindal Saw Limited ("the Company") for approving the resolutions under Section 391 to 394 of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, scheduled to be held on Saturday, 9th April, 2016 at 10:30 A.M. at A-1, UPSIDC



8/2/16

2. The Shareholders holding shares as on the "cut off" date i.e. April 2, 2016, were entitled to vote on the proposed resolutions (1 item as set out in the Notice of the Court Convened Meeting of Jindal Saw Limited).
3. Total number of shareholders as on "cut off" date is 49,517 (Forty Nine Thousand Five Hundred and Seventeen) holding 30,45,30,631 (Thirty Crore Forty Five Lakh Thirty Thousand Six Hundred and Thirty One) equity shares.
4. Detailed instructions relating to polls and remote e-voting facility along with login details were provided to the members;
5. The Company has also published the information relating to remote e-voting in two newspapers namely, Desh Ratna (Hindi Daily) and the Financial Express (English Daily) dated March 05, 2016.
6. The remote e-voting period commenced on Wednesday, 6th April, 2016 and concluded on Friday, 8th April, 2016 for the purpose of Court Convened Meeting held on 9th April, 2016 at 10:30 AM.
7. Mr. Sanjeev Jain, address III- K/27, Nehru Nagar, Ghaziabad- 201001, Uttar Pradesh a member, has been appointed as Independent Member's Scrutinizer for assisting in conduct of poll process.
8. After the time fixed for closing of the poll by the Chairman during the Court Convened Meeting, one (1) ballot box kept for polling was locked in the presence of both the Scrutinizer with due identification marks placed by me.
9. The locked ballot box was subsequently opened in presence of both the scrutinizers and the Chairman. The Chairman initialed each of the ballot papers for the purpose of identification.
10. The poll papers were diligently scrutinized and were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, RCMC Share Registry Private Limited, and the authorizations / proxies lodged with the Company.
11. The members have also casted their vote through remote e-voting facility provided by the National Securities Depository Limited ("NSDL") on the designated website <https://www.evoting.nsdl.com/>.
12. I have monitored the process of remote e-voting through the scrutinizer's secured link provided by the NSDL on the designated website.
13. No members, who have used the facility of remote e-voting, have casted their vote in the Court Convened Meeting of the Company.
14. The votes, made through remote e-voting facility, were unblocked after the conclusion of voting at the Court Convened Meeting on **Saturday, 9th April, 2016** at 11.45 A.M., in the presence of 2 (two) witnesses Mr. Gaurav Kothari and Mr. Ashutosh Kumar, who are not in the employment of the Company.



Signature

15. The e-voting data was scrutinized by me for verification of votes cast in favour and against of the resolution.
16. There were 83 (Eighty Three) members (including proxies) present in the meeting, who hold 14,33,06,998 (Fourteen Crore Thirty Three Lakh Six Thousand Nine Hundred Ninety Eight) number of shares in total. All present members (including proxies) have casted their vote and they were valid. Moreover, 107 (One Hundred Seven) number of Members have availed the e-voting facility, who hold 6,93,66,430 (Six Crore Ninety Three Lakh Sixty Six Thousand Four Hundred Thirty) number of shares.
17. The result of voting (including e-voting) on the below mentioned item/ resolution is as under:

To consider and, if thought fit, approve with or without modification(s), as specified in notice/ ballot, the Composite Scheme of Arrangement among Jindal Saw Limited and JITF Infralogistic Limited and JITF Shipyards Limited and JITF Waterways Limited and their respective Shareholders and Creditors.

Voted in "Favour" or "Against" of the resolution: (Voting mode: e-voting and poll)

Votes in assent

Voting Method	No. of members	%age	No. of shares held by members	%age
E-Voting	104	97.20	6,93,60,020	99.99
Poll	83	100	14,33,06,998	100
Total	187	98.42	2,12,667,018	99.99

Votes in dissent

Voting Method	No. of members	%age	No. of shares held by members	%age
E-Voting	3	2.80	6410	0.01
Poll	0	0	0	0
Total	3	1.58	6410	0.01



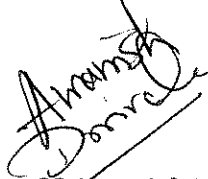
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Invalid Votes

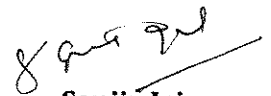
Voting Method	No. of members	No. of shares held by members
E-Voting	Nil	Nil
Poll	Nil	Nil
Total	Nil	Nil

18. The Equity Shareholders voted (through poll and e-voting) in favour of the resolution, are more than majority in number representing more than three-fourth in value and therefore, the resolution is deemed to be passed. The Chairman may declare the result accordingly.
19. The Voting result as per Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 is attached as Annexure-1.
20. The Register and all other papers relating to e-voting and physical voting shall be handed over to the Chairman of the Court Convened Meeting.

Thanking You.
Yours faithfully

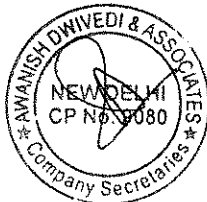


CS Awanish K. Dwivedi
AWANISH DWIVEDI & ASSOCIATES
Company Secretaries
FCS NO.8055
CP NO.9080



Sanjiv Jain
(Member of the Company)
Independent Member's Scrutinizer

Place: Kosi Kalan, Uttar Pradesh
Date: 09/04/2016



Annexure-A

Resolution: 1	To consider and approve composite scheme of arrangement among Jindal Saw Limited, JITF Infralogistics Limited, JITF Shipyards Limited and JITF Waterways Limited and their respective shareholders and creditors.
Resolution required	Majority in numbers representing three-fourth of value of members as required under section 391-394 of Companies Act, 1956
Mode of Voting	E-voting and Poll
Whether promoter/ promoter group are interested	Not Interested
Result	Approved

Category	Mode of Voting	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	E-voting		12,853,000	8.23	12,853,000		100.00	
	Poll	156,129,215	143,276,215	91.77	143,276,215		100.00	
	Postal Ballot							
	Total		156,129,215	100.00	156,129,215		100.00	
Public - Institutional holders	E-voting		56,083,292	81.79	56,083,292		100.00	
	Poll	68,566,753						
	Postal Ballot							
	Total		56,083,292	0.82	56,083,292		100.00	
Public-Others	E-voting		430,138	0.54	423,728	6,410	98.51	1.49
	Poll	79,834,663	30,783	0.04	30783		100.00	
	Postal Ballot							
	Total		460,921	0.58	454,511	6,410	98.61	1.39
Total		304,530,631	212,673,428	69.84	212,667,018	6,410	99.997	0.003

