



10<sup>th</sup> November, 2015

The Manager  
Listing Department  
National Stock Exchange of India Limited  
'Exchange Plaza', C-1, Block-G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051  
**Scrip Code : JINDALSAW**

BSE Limited  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001  
**Scrip Code : 500378**

Sub. : Compliance Report on Corporate Governance


Dear Sir,

In connection with above application, We are submitting herewith the Compliance Report on Corporate Governance under clause 49 of Listing agreement.

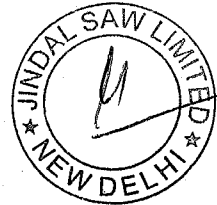
We hope that you would find the same in order.

Thanking you,

Yours faithfully,  
For JINDAL SAW LTD.,

  
SUNIL K. JAIN  
COMPANY SECRETARY  
FCS : 3056

Encl. : As above.



**Compliance Report on Corporate Governance**

Name of the Company : JINDAL SAW LIMITED

As on :10<sup>th</sup> November, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Will be complied in the 31 <sup>st</sup> annual report
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related Party Transactions	49 (VIIIA)	Yes	Will be complied in the 31 <sup>st</sup> annual report.
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Will be complied in the 31 <sup>st</sup> annual report
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the 31 <sup>st</sup> annual report



(D) Management	49 (VIII D)	Yes	Will be complied in the 31 <sup>st</sup> annual report
(E) Shareholders	49 (VIII E)	Yes	Will be complied in the 31 <sup>st</sup> annual report
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Will be complied in the 31 <sup>st</sup> annual report
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Will be complied in the 31 <sup>st</sup> annual report
<b>XI. Compliance</b>	49 (XI)	Yes	Will be complied in the 31 <sup>st</sup> annual report

