



April 15, 2021

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.: Quarterly Compliance Report on Corporate Governance for the quarter ended 31st March, 2021
- Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

This is with reference to the captioned subject, please find enclosed quarterly compliance report on corporate governance for the quarter ended 31st March, 2021. Further, the detail of material transactions with related party during the period under review is attached.

This is for your information and record.

Thanking you,
Yours faithfully,
For Jindal Saw Limited,

Sunil K. Jain
Company Secretary
FCS- 3056



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

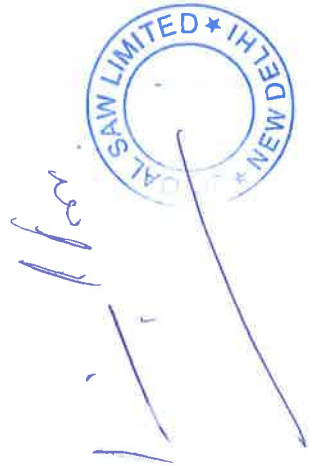
Name of Listed Entity : Jindal Saw Limited
Quarter ending: 31-March-2021

i. Composition of Board of Directors													
Title (Mr./Ms)	Name of the Director	PAN\$	DIN	Category (Chairperson /Executive/Non Executive/Independent/Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A(2)]	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	31-10-1984	31-10-1984	N.A.	N.A.	27-12-1951	1	0	0	0
Ms.	Smitu Jindal	AAGPJ1586N	00005317	Executive	01-09-1997	01-02-2021	N.A.	N.A.	18-01-1973	1	0	1	0
Ms.	Shradha Jaita	AAGPJ9066R	00016940	Non Executive	24-07-2014	10-09-2014	N.A.	N.A.	07-09-1974	1	0	0	0
Ms.	Tripti Arya	ACXPJ7608J	00371397	Non Executive	17-05-2014	10-09-2014	N.A.	N.A.	04-10-1980	1	0	0	0
Shri	Neeraj Kumar	AALPK7244D	01776688	Executive	01-07-2013	01-07-2018	N.A.	N.A.	02-05-1963	2	0	2	0
Shri	Hawa Singh Chaudhary	AAAPC0728K	00041370	Executive	07-10-1988	01-11-2019	N.A.	N.A.	05-09-1954	1	0	0	0
Dr.	Raj Kamal Aggarwal	AAAPA4978M	00005349	Independent	30-01-2006	09-09-2019	N.A.	N.A.	07-07-1952	4	4	4	5
Shri	Ravinder Nath Leekha	ABRPL7538E	00888433	Independent	12-08-2011	09-09-2019	N.A.	N.A.	23-06-1949	2	2	4	1
Shri	Abhiram Teyal	ACDPT5051B	00081453	Independent	10-07-2015	25-09-2020	N.A.	N.A.	26-09-1953	3	2	0	0
Shri	Ajit Kumar Hazarika	AAAPH6649C	00748918	Independent	12-07-2016	22-12-2016	N.A.	N.A.	30-09-1952	1	1	2	0
Dr.	Vinita Jha	AJAPJ5970D	08395714	Independent	22-03-2019	22-03-2019	N.A.	N.A.	22-01-1971	1	1	0	0
Shri	Sanjeev Shankar	ABGPS6917D	06872929	Independent	22-03-2019	22-03-2019	N.A.	N.A.	07-05-1957	1	1	1	0
Shri	Grish Sharma	AAAPS8031K	05112440	Independent	22-03-2019	22-03-2019	N.A.	N.A.	19-12-1951	4	4	6	2
Weather Regular chairperson appointed											4	6	2
Whether Chairperson is related to managing director or CEO											Yes	Yes	Yes

\$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.



II. Composition of Committees		Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation
Name of Committee						
1. Audit Committee	Yes	Dr. Raj Kamal Aggarwal Shri Neeraj Kumar Shri Ravinder Nath Leekha Shri Ajit Kumar Hazarika Shri Sanjeev Shankar Shri Girish Sharma	Chairman of the Committee - Independent Executive Independent Independent Independent Independent	30-01-2006 06-08-2013 12-08-2011 03-08-2017 22-03-2019 22-03-2019	NA NA NA NA NA NA	
2. Nomination & Remuneration Committee	Yes	Dr. Raj Kamal Aggarwal Shri Ravinder Nath Leekha Shri Ajit Kumar Hazarika Dr. Vinita Jha	Chairman of the Committee - Independent Independent Independent Independent	27-05-2013 27-05-2013 22-03-2019 22-03-2019	NA NA NA NA	
3. Risk Management Committee (if applicable)	Yes	Dr. Raj Kamal Aggarwal Shri Neeraj Kumar Shri Hawa Singh Chaudhary Shri Ajit Kumar Hazarika Shri Narender Mantri Shri Vinay Kumar	Chairman of the Committee - Independent Executive Executive Independent CFO President & Head Treasury	13-11-2015 05-12-2014 05-12-2014 31-10-2019 05-12-2014 05-12-2014	NA NA NA NA NA NA	
4. Stakeholders Relationship Committee	Yes	Dr. Raj Kamal Aggarwal Ms. Sminu Jindal Shri Neeraj Kumar Shri Ajit Kumar Hazarika Shri Ravinder Nath Leekha Shri Girish Sharma	Chairman of the Committee - Independent Executive Executive Independent Independent Independent	28-04-2007 28-07-2000 06-08-2013 03-08-2017 01-02-2016 31-10-2019	NA NA NA NA NA NA	

§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

[Handwritten Signature]



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	Whether requirement of Quorum met	No of Directors Present	No of Independent Directors Present	Maximum gap between any two consecutive (In number of days)
5-Nov-20	11-Jan-21	Yes	12	7	62
	5-Feb-21	Yes	11	7	24
9-Nov-20	26-Feb-21	Yes	9	7	20
	26-Mar-21	Yes	11	6	27

IV. Meeting of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	No of Directors Present	No of Independent Directors Present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	5-Feb-21	Yes	6	5	9-Nov-20	72
					24-Nov-20	
Nomination and Remuneration Committee	26-Feb-21	Yes	4	4	Nil	N.A.
	26-Mar-21	Yes	4	4		
Stakeholders' Relationship Committee	08-Feb-21	Yes	6	4	28-Dec-20	41
	25-Mar-21	Yes	6	4		44
Corporate Social Responsibility	31-Mar-21	Yes	5	3	Nil	N.A.
Risk Management Committee	Nil	Yes	6	2	28-12-2020	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

Note
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.

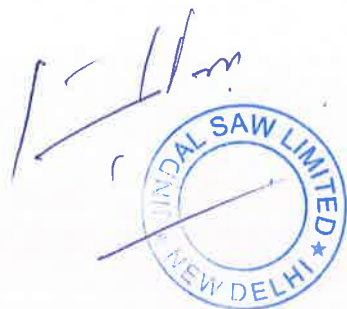
VI. Affirmations
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee
b. Nomination & remuneration committee
c. Stakeholders relationship committee
d. Risk management committee
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 Regulations, 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



I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	www.jindalsaw.com
b) Terms and conditions of appointment of independent directors	Yes	www.jindalsaw.com
c) Composition of various committees of board of directors	Yes	www.jindalsaw.com
d) Code of conduct of board of directors and senior management personnel	Yes	www.jindalsaw.com
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.jindalsaw.com
f) Criteria of making payments to non-executive directors	Yes	www.jindalsaw.com
g) Policy on dealing with related party transactions	Yes	www.jindalsaw.com
h) Policy for determining 'material' subsidiaries	Yes	www.jindalsaw.com
i) Details of familiarization programmes imparted to independent directors	Yes	www.jindalsaw.com
j) Email address for grievance redressal and other relevant details	Yes	www.jindalsaw.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.jindalsaw.com
l) Financial results	Yes	www.jindalsaw.com
m) Shareholding pattern	Yes	www.jindalsaw.com
n) Details of agreements entered into with the media companies and/or their associates	NA	
o) Schedule of analyst or institutional investor meet and resentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	www.jindalsaw.com
p) New name and the old name of the listed entity	NA	
q) Advertisements as per regulation 47 (1)	Yes	www.jindalsaw.com
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	www.jindalsaw.com
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.jindalsaw.com
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.jindalsaw.com
b) Materiality Policy as per Regulation 30	Yes	www.jindalsaw.com
c) Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	www.jindalsaw.com
<i>It is certified that these contents on the website of the listed entity are correct.</i>		



II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
III Affirmations:		
The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.		

For Jindal Saw Limited

Sunil K Jain
Company Secretary
FCS: 3056



Jindal Saw Limited

Detail of material related party transactions during the quarter/year ended 31.03.2021

(Amount in Rs./Lakh)

S. No	Name of Related Party	During the quarter ended 31.03.2020	During the year ended 31.03.2020
1	JSW Steel Limited	46,186.55	1,20,016.51

