



October 15, 2016

BSE Ltd.  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort, Mumbai – 400 001  
# 022 - 2272 3121, 2037, 2041,  
3719, 2039, 2272 2061  
corp.relations@bseindia.com  
**Security Code No.: 532508**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor,  
Plot no. C/1, G Block  
Bandra-Kurla Complex, Bandra(E),  
Mumbai-400051  
# 022 -2659 8237, 8238, 8347, 8348  
cm1ist@nse.co.in

**Security Code No. : JSL**

Dear Sirs/Madam,

**Sub: Compliance of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed following reports:

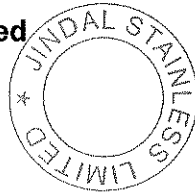
- i) Compliance Report on Corporate Governance for the quarter ending on September 30, 2016.
- ii) Compliance Report on Corporate Governance at the end of six months after end of financial year.

We request you to note the same and acknowledge the receipt of this letter.

Thanking You.

Yours Faithfully,  
For **Jindal Stainless Limited**

  
(**Raajesh Kumar Gupta**)  
Company Secretary



Encl: A/a

**Jindal Stainless Limited**

CIN: L26922HR1980PLC010901

Corporate Office: Jindal Centre, 12, Bhikaiji Cama Place, New Delhi - 110066, India

Registered Office: O.P. Jindal Marg, Hisar - 125005 (Haryana) India

T: +91 11 26188345, 41462000, 61462000 F: +91 11 41659169 E: info@jindalstainless.com

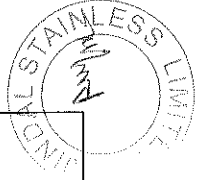
Website: www.jslstainless.com, www.jindalstainless.com



**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

[Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Listed Entity		JINDAL STAINLESS LIMITED									
Quarter Ending		September 30, 2016									
I.		Composition of Board of Directors									
Sr. No.	Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity		
1	Mr.	Ratan Jindal	AASPJ0852D 00054026	Chairperson, Managing Director, Executive	01-04-2016	--	--	(Refer Regulation 25 (1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	--	



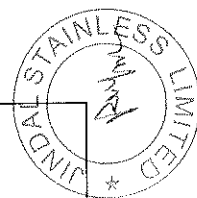
2	Mr.	Subrata Bhattacharya	ADEPB1912D 03050155	Executive Director	06-11-2015	--	0	1	0
3	Mr.	Suman Jyoti Khaitan	AERPK7259Q 00023370	Independent Director	22-09-2014	24 months	4	4	3
4	Mr.	T.S. Bhattacharya	AECPB7078M 00157305	Independent Director	22-09-2014	24 months	4	2	0
5	Mr.	Gautam Kanjilal	AEQPK2392M 03034033	Nominee Director	29-04-2010	--	2	2	2
6	Ms.	Ishani Chattopadhyay	AFCPN0608J 00303114	Independent Director	01-10-2014	24 months	1	1	0

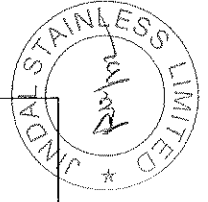
\$ PAN number of any director would not be displayed on the website of Stock Exchange.

& 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.

II. Composition of Committees		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
Sr. No.	Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Mr. Suman Jyoti Khaitan Mr. Gautam Kanjilal Ms. T.S. Bhattacharya Ms. Ishani Chattopadhyay	Chairperson, Independent, Non-Executive Member, Nominee, Non-Executive Member, Independent, Non-Executive Member, Independent, Non-Executive





2	Nomination and Remuneration Committee	Mr. Suman Jyoti Khaitan Mr. T.S. Bhattacharya Mr. Ratan Jindal	Chairperson, Independent, Non-Executive Member, Independent, Non-Executive Member, Executive, Non-Independent
3	Stakeholders Relationship Committee	Mr. Suman Jyoti Khaitan Mr. Subrata Bhattacharya Mr. Ratan Jindal	Chairperson, Independent, Non-Executive Member, Executive, Non-Independent Member, Executive, Non-Independent
4	Risk Management Committee (if applicable)	Not applicable	Not applicable

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
May 28, 2016	August 11, 2016
	Maximum gap between any two consecutive meetings in number of days 74

IV. Meeting of Committees				
Name of Committee	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	August 11, 2016	Yes 3 out of 4 members were present	May 28, 2016	74 days
Nomination and Remuneration Committee	August 11, 2016	Yes All members were present	--	--
Stakeholders Relationship Committee	August 11, 2016	Yes All members were present	May 28, 2016	--

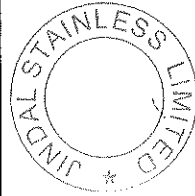
\*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/NA)</b>
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
If status is "No" details of non-compliance: NA	

**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
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.
5. The report submitted in the previous quarter has been placed before Board of Directors. This report will be placed in the ensuing Board Meeting. Any comments/observations/advice of Board of Directors may be mentioned here.

For Jindal Stainless Limited




*Raajesh*

**(Raajesh Kumar Gupta)**  
Company Secretary

## COMPLIANCE REPORT ON CORPORATE GOVERNANCE

(AT THE END OF SIX MONTHS AFTER END OF FINANCIAL YEAR)

[Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Listed Entity	Jindal Stainless Limited		
Quarter Ending	September 30, 2016		
<b>I. Affirmations</b>			
<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/NA)</b>	<b>(refer note below)</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	NA	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
<b>Note</b>			
<p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p> <p><b>Registrar of Companies, NCT of Delhi and Haryana (ROC) has vide its letter dated September 01, 2016, has granted an extension of three months for holding 36<sup>th</sup> annual general meeting of the company in response to Company's application. Above regulations will be complied in due course of time.</b></p>			
For Jindal Stainless Limited			
 <b>(Raajesh Kumar Gupta)</b> <b>Company Secretary</b>			

