



Regd. Office : JSW Centre,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
CIN. : L27102MH1994PLC152925
Phone : +91 22 4286 1000
Fax : +91 22 4286 3000
Website : www.jsw.in

Ref: JSWSL:SECT:MUM: SE: 2014-15
01st August 2014

To,

1. National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Fax No.: 2659 8237-38 Email: cmlist@nse.co.in Kind Attn.: Mr. Hari K, President (Listing)	2. BSE Limited Corporate Relationship Dept. Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001. Fax No. 2272 2037/2039/ 2041/ 20 61 Email: corp.relations@bseindia.com Ref: Company Code No.500228. Kind Attn: Mr. S. Subramanian, DCS (CRD).
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Sub: Voting Results under Clause 35A of the Listing Agreement

Dear Sirs,

In compliance with Clause 35A of the Listing Agreement, we give below in the prescribed format, the details regarding the voting results of the businesses transacted at the 20th Annual General Meeting (AGM) of the members of the Company, held on Thursday, 31st July 2014 at 11.00 am, at Y.B.Chavan Auditorium, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021. We also enclose herewith the Scrutinizers Report on e-voting and physical ballot.

1.	Date of the AGM	:	31 st July 2014
2.	Total number of shareholders on record date (i.e. 13 th June 2014 cut-off date for e-voting)	:	830326
3.	No. of shareholders present in the meeting either in person or through proxy	:	448
	a) Promoters and Promoter Group	:	26
	b) Public	:	422
4.	No. of Shareholders attended the meeting through Video Conferencing.	:	Not Arranged

AGENDA WISE VOTING RESULTS

In case of Poll/Postal Ballot/E-Voting

The mode of voting for all resolutions was E-voting and physical ballot.





Resolution No. 1

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2014, including the audited Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30454941	52.0827	30454941	0	100	0
Public-Others	90311768	58975977	65.3026	58975977	0	100	0
Total	241722044	181399834	75.0448	181399834	0	100	0

Resolution No. 2

Declaration of Dividend on the 10% cumulative redeemable preference shares of the Company for the financial year 2013-14 (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975981	65.3027	58975963	18	99.9999	0.0001
Total	241722044	181642440	75.1452	181642422	18	99.9999	0.0001

Resolution No. 3

Declaration of Dividend on the equity shares of the Company for the financial year 2013-14 (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975970	65.3026	58975970	0	100	0
Total	241722044	181642429	75.1452	181642429	0	100	0





Resolution No. 4

Re-appointment of Mr. Seshagiri Rao MVS (DIN 00029136), as a Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30528575	168968	99.4496	0.5504
Public-Others	90311768	58975944	65.3026	58975905	39	99.9999	0.00001
Total	241722044	181642403	75.1452	181473396	169007	99.9070	0.0930

Resolution No. 5

Appointment of Auditors to hold office from the conclusion of the 20th Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company and fixing their remuneration (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30546979	52.2401	30346044	200935	99.3422	0.6578
Public-Others	90311768	58975944	65.3026	58975944	0	100	0
Total	241722044	181491839	75.0829	181290904	200935	99.8893	0.11 07

Resolution No. 6

Appointment of Mr. Sudipto Sarkar (DIN 00048279), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975959	65.3026	58975883	76	99.9999	0.0001
Total	241722044	181642418	75.1452	181642342	76	99.9999	0.0001



Resolution No. 7

Appointment of Dr. S.K.Gupta (DIN 00011138), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	29816966	880577	97.1314	2.8686
Public-Others	90311768	58975944	65.3026	58975855	89	99.9998	0.0002
Total	241722044	181642403	75.1452	180761737	880666	99.5152	0.48 48

Resolution No. 8

Appointment of Dr. Vijay Kelkar (DIN 00011991), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	29371159	1326384	95.6792	4.3208
Public-Others	90311768	58975952	65.3026	58975892	60	99.9999	0.0001
Total	241722044	181642411	75.1452	180315967	1326444	99.2697	0.7303

Resolution No. 9

Appointment of Mr. Uday M Chitale (DIN 00043268), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30149217	548326	98.2138	1.7862
Public-Others	90311768	58975956	65.3026	58975896	60	99.9999	0.0001
Total	241722044	181642415	75.1452	181094029	548386	99.6981	0.3019





Resolution No. 10

Appointment of Mr. Kannan Vijayaraghavan (DIN 00544730), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975960	65.3026	58975900	60	99.9999	0.0001
Total	241722044	181642419	75.1452	181642359	60	99.9999	0.0001

Resolution No. 11

Appointment of Mrs. Punita Kumar Sinha (DIN 05229262), as an Independent Director (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975944	65.3026	58975884	60	99.9999	0.0001
Total	241722044	181642403	75.1452	181642343	60	99.9999	0.0001

Resolution No. 12

Re-appointment of Mr. Seshagiri Rao MVS (DIN 00029136), as a Whole-time Director of the Company (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30214054	483489	98.4250	1.5750
Public-Others	90311768	58975940	65.3026	58975874	66	99.9999	0.0001
Total	241722044	181642399	75.1452	181158844	483555	99.7338	0.2662



Re-appointment of Mr. Jayant Acharya (DIN 00106543), as a Whole-time Director of the Company (ORDINARY RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30214054	483489	98.4250	1.5750
Public-Others	90311768	58975945	65.3026	58975871	74	99.9999	0.0001
Total	241722044	181642404	75.1452	181158841	483563	99.7338	0.2662

Resolution No. 14

Payment of remuneration to Non-Executive Directors (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975966	65.3026	58957713	18253	99.9691	0.0309
Total	241722044	181642425	75.1452	181624172	18253	99.9900	0.0100

Resolution No. 15

Increase in Borrowing Powers of the Board (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30691968	52.4881	29610860	1081108	96.4776	3.5224
Public-Others	90311768	58975923	65.3026	58957730	18193	99.9692	0.0308
Total	241722044	181636807	75.1428	180537506	1099301	99.3948	0.6052



**Resolution No. 16****Consent to hypothecate/mortgage and/or charge all or any part of the movable and/or immovable properties of the Company (SPECIAL RESOLUTION)**

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30691968	52.4881	29604592	1087376	96.4571	3.5429
Public-Others	90311768	58975923	65.3026	58957752	18171	99.9692	0.0308
Total	241722044	181636807	75.1428	180531260	1105547	99.3913	0.6087

Resolution No. 17**Ratification of remuneration payable to M/s. S.R. Bhargave & Co., Cost Auditors of the Company, for the financial year 2014-15 (ORDINARY RESOLUTION)**

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	30697543	0	100	0
Public-Others	90311768	58975932	65.3026	58975860	72	99.9999	0.0001
Total	241722044	181642391	75.1451	181642319	72	99.9999	0.0001

Resolution No. 18**Private Placement of redeemable non-convertible debentures (SPECIAL RESOLUTION)**

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	29660165	1037378	96.6206	3.3794
Public-Others	90311768	58975928	65.3026	58957728	18200	99.9691	0.0309
Total	241722044	181642387	75.1451	180586809	1055578	99.4189	0.5811





Resolution No. 19

Approval and adoption of proposed draft regulations in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	29612177	1085366	96.4643	3.5357
Public-Others	90311768	58975928	65.3026	58967762	8166	99.9862	0.0138
Total	241722044	181642387	75.1451	180548855	1093532	99.3980	0.6020

Resolution No. 20

Consent for Issue of Securities to Qualified Institutional Buyers (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	27877882	2819661	90.8147	9.1853
Public-Others	90311768	58975966	65.3026	58975932	34	99.9999	0.0001
Total	241722044	181642425	75.1452	178822730	2819695	98.4477	1.5523

Resolution No. 21

Consent for Issue of Foreign Currency Convertible Bonds (FCCBs)/Global Depository Receipts (GDRs)/American Depository Receipts (ADRs)/Warrants and/or other Instruments convertible into equity shares (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	27737992	2959551	90.3590	9.6410
Public-Others	90311768	58975932	65.3026	58962760	13172	99.9777	0.0223
Total	241722044	181642391	75.1451	178669668	2972723	98.3634	1.6366





Resolution No. 22

Consent for Issue of non-convertible foreign currency denominated bonds (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	91968916	98.9593	91968916	0	100	0
Public Institutional holders	58474172	30697543	52.4976	29616435	1081108	96.4782	3.5218
Public-Others	90311768	58975962	65.3026	58967830	8132	99.9862	0.0138
Total	241722044	181642421	75.1452	180553181	1089240	99.4003	0.5997

Resolution No. 23

Consent to enter into a contract with JSW Investments Limited for license to use the 'JSW' brand for an annual fee (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	79369315	85.402	79369315	0	100	0
Public Institutional holders	58474172	30429317	52.0389	21416918	9012399	70.3825	29.6175
Public-Others	90311768	58975966	65.3026	58975883	83	99.9999	0.0001
Total	241722044	168774598	69.8218	159762116	9012482	94.6600	5.3400

Resolution No. 24

Consent to enter into transactions with JSW Steel Coated Products Limited (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$
Promoter and Promoter Group	92936104	0	0	0	0	0	0
Public Institutional holders	58474172	30697543	52.4976	30581419	116124	99.6217	0.3783
Public-Others	90311768	58975966	65.3026	58975962	4	99.9999	0.0001
Total	241722044	89673509	37.0978	89557381	116128	99.8705	0.1295





This is for the information of your members and all concerned.

Thanking you,

Yours faithfully,
For **JSW STEEL LIMITED**

Lancy Varghese
Company Secretary



cc: **The Calcutta Stock Exchange Association Ltd.,**
7 Lyons, Range, Kolkata - 700 001.
FaxNo.033-22102210

Ref.: _____

To
Mr. Sajjan Jindal,
Chairman
JSW Steel Limited
JSW Centre,
BandraKurla Complex,
Bandra East,
Mumbai-400051

Sir,

SUB: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting, in connection with the Company's 20th Annual General Meeting

The Board of Directors of JSW Steel Limited ('the Company') have vide resolution passed on May 27, 2014, decided to provide to the members of the Company, a facility to exercise their vote on the resolutions as set out in the notice of 20th Annual General Meeting to be held on 31st July, 2014 by way of electronic means as required under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in addition to Physical Ballot for determining result of voting on resolutions.

I, Nilesh G. Shah, Company Secretary in Practice, having membership no. FCS 4554, have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on May 27, 2014, pursuant to section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the aforesaid voting process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 20th Annual General Meeting of the Company to be held on 31st July, 2014.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice for the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the voting process (including e-voting process), as provided by Management, is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the result of Ballot in respect of poll paper provided by share holders and e-



29/07/14

Ref. _____

voting services provided by Karvy Computershare Private Limited (Karvy), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated 27th May, 2014 convening the 20th Annual General Meeting of the Company to be held on 31st July, 2014 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the Company.

The members of the Company holding shares on the "cut-off date" of 13th June, 2014 were entitled to vote on the resolutions proposed as set out in the notice of 20th Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from Friday, 25th July, 2014 (9.00 a.m. IST) to Sunday, 27th July, 2014 (6.00 p.m. IST).
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses, viz., Mr. Mahesh Darji and Ms. Shilpa Raut, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.
3. The details containing list of shareholders who vote "for" or "against" or whose votes were considered as "Invalid" for each of the resolutions that were put to vote were downloaded from the e-voting website of Karvy (<https://evoting.karvy.com>).
4. Pursuant to clause 35B of the Listing Agreement entered by the Company, the Company has also provided the facility of voting through the physical ballot form to those members who do not have access to the e-voting facility. The physical ballot forms received by the Company were kept in the safe custody of Karvy Computershare Private Limited (Karvy) and the same was scrutinized by us in co-ordination with said Karvy Computershare Private Limited (Karvy). Our report includes the result of voting through the physical ballot forms in addition to votes cast through the e-voting website of Karvy by the eligible shareholders.
5. We have scrutinized the votes cast through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes cast by the members through e-voting process and votes cast by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.



Ref.: _____

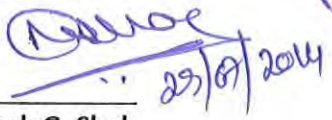
8. The Register, all other papers and relevant records relating to voting shall remain in custody of Karvy Computershare Private Limited (Karvy) under our observation until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.

Recommendation:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,


29/07/2014

Nilesh G. Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631



Place: Mumbai
Dated: 29.07.2014

Witness:

We the undersigned witnesseth that the votes were unblocked from the e-voting website of e-voting service provider viz. Karvy Computershare Private Limited (Karvy) (<https://evoting.karvy.com>) in our presence at the office of Scrutinizer, Mr. Nilesh G. Shah.



Mr. Mahesh Darji

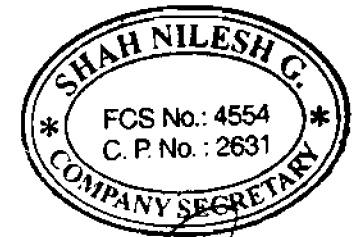


Ms. Shilpa Raut

Annexure to the Scrutinizer's Report

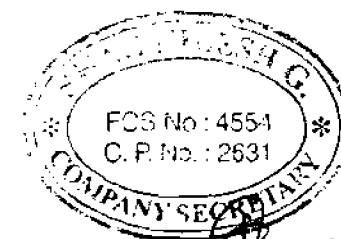
Result of Voting (through e-voting and physical ballot):

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
1	1	Adoption of Audited Annual Accounts for the financial year ended 31.03.2014	Ordinary	Electronic	326	181398809	100	0	0	0	5	337988
				Physical	38	1025	100	0	0	0	4	56
				Total	364	181399834	100	0	0	0	9	338044
2	2	Declaration of Dividend on 10% Cumulative Redeemable Preference Shares for the financial year ended 31.03.2014	Ordinary	Electronic	328	181641434	99.9999	1	3	0.0001	2	169387
				Physical	36	988	98.5045	1	15	1.4955	5	78
				Total	364	181642422	99.9999	2	18	0.0001	7	169465



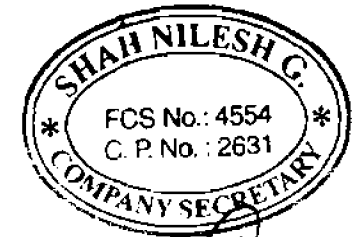
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29/07/2014

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
3	3	Declaration of Dividend on Equity Shares for the financial year ended 31.03.2014	Ordinary	Electronic	329	181641437	100	0	0	0	2	169387
				Physical	37	992	100	0	0	0	5	89
				Total	366	181642429	100	0	0	0	7	169476
4	4	Appointment of Mr. Seshagiri Rao M.V.S. as Director who is liable to retire by rotation	Ordinary	Electronic	325	181472432	99.9070	3	168979	0.0930	3	169413
				Physical	35	964	97.1774	2	28	2.8226	5	89
				Total	360	181473396	99.9070	5	169007	0.0930	8	169502



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29/07/2014

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
5	5	Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration	Ordinary	Electronic	317	181289912	99.8893	4	200935	0.1107	10	319977
				Physical	37	992	100	0	0	0	5	89
				Total	354	181290904	99.8893	4	200935	0.1107	15	320066
6	6	Appointment of Mr. Sudipto Sarkar as an Independent Director	Ordinary	Electronic	326	181641381	99.9999	3	45	0.0001	2	169387
				Physical	34	961	96.8750	3	31	3.1250	5	89
				Total	360	181642342	99.9999	6	76	0.0001	7	169476



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29/07/2014

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					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
7	7	Appointment of Dr. S.K. Gupta as an Independent Director	Ordinary	Electronic	308	180760789	99.5152	20	880622	0.4848	3	169413
				Physical	33	948	95.5645	4	44	4.4355	5	89
				Total	341	180761737	99.5152	24	880666	0.4848	8	169502
8	8	Appointment of Dr. Vijay Kelkar as an Independent Director	Ordinary	Electronic	322	180314990	99.2698	7	1326429	0.73	2	169387
				Physical	36	977	98.4879	1	15	1.5121	5	89
				Total	358	180315967	99.2697	8	1326444	0.7303	7	169476
9	9	Appointment of Mr. Uday M. Chitale as an Independent Director	Ordinary	Electronic	310	181093052	99.6981	19	548371	0.3019	2	169387
				Physical	36	977	98.4879	1	15	1.5121	5	89
				Total	346	181094029	99.6981	20	548386	0.3019	7	169476



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					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
10	10	Appointment of Mr. KannanVijayaraghavan as an Independent Director	Ordinary	Electronic	326	181641382	99.9999	3	45	0.0001	2	169387
				Physical	36	977	98.4879	1	15	1.5121	5	89
				Total	362	181642359	99.9999	4	60	0.0001	7	169476
11	11	Appointment of Mrs. Punita Kumar Sinha as an Independent Director	Ordinary	Electronic	326	181641370	99.9999	3	45	0.0001	2	169387
				Physical	35	973	98.4818	1	15	1.5182	6	93
				Total	361	181642343	99.9999	4	60	0.0001	8	169480
12	12	Re-appointment of Mr. Seshagiri Rao M. V. S. as a Whole Time Director	Ordinary	Electronic	324	181157877	99.7338	4	483534	0.2662	3	169413
				Physical	34	967	97.8745	2	21	2.1255	6	93
				Total	358	181158844	99.7338	6	483555	0.2662	9	169506



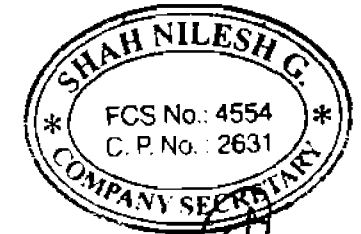
29/09/2014

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					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
13	13	Re-appointment of Mr. Jayant Acharya as a Whole Time Director	Ordinary	Electronic	325	181157886	99.7338	4	483534	0.2662	2	169387
				Physical	32	955	97.0528	3	29	2.9472	7	97
				Total	357	181168841	99.7338	7	483563	0.2662	9	169484
14	14	Payment of remuneration to Non-Executive Directors not exceeding 1% of the Net Profit.	Special	Electronic	320	181623213	99.9899	9	18224	0.0101	2	169387
				Physical	32	959	97.0648	4	29	2.9352	6	93
				Total	352	181624172	99.9900	13	18253	0.0100	8	169480
15	15	Increase in Borrowing Powers of the Board.	Special	Electronic	300	180536599	99.3948	29	1099263	0.6052	3	174962
				Physical	31	907	95.9788	4	38	4.0212	7	136
				Total	331	180637506	99.3948	33	1099301	0.6052	10	175098



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					Voting in Favour (Assent)			Voted Against (Dissent)				
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
16	16	Consent to hypothecate/ mortgage and/or charge all or any part of the movable and/or immovable properties of the Company.	Special	Electronic	297	180530332	99.3913	31	1105530	0.6087	3	174962
				Physical	33	928	98.2011	2	17	1.7988	7	136
				Total	330	180531260	99.3913	33	1105547	0.6087	10	175098
17	17	Ratification of Remuneration payable to M/s. S.R. Bhargave & Co., Cost Auditors of the Company, for the financial year 2014-15,	Ordinary	Electronic	327	181641375	99.9999	2	28	0.0001	3	169421
				Physical	32	944	95.5465	4	44	4.4535	6	93
				Total	359	181642319	99.9999	6	72	0.0001	9	169514



29/09/2014

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					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
18	18	Private placement of redeemable non-convertible debentures.	Special	Electronic	299	180585856	99.4189	29	1055547	0.5811	3	169421
				Physical	32	953	96.8496	3	31	3.1504	7	97
				Total	331	180586809	99.4189	32	1055578	0.5811	10	169518
19	19	Adoption of new set of Articles of Association	Special	Electronic	304	180547873	99.3980	25	1093530	0.6020	3	169421
				Physical	34	982	99.7967	1	2	0.2033	7	97
				Total	338	180548855	99.3980	26	1093532	0.6020	10	169518
20	20	Consent for Issue of Securities to Qualified Institutional Buyers.	Special	Electronic	306	178821760	98.4477	24	2819677	1.5523	2	169387
				Physical	33	970	98.1781	3	18	1.8219	6	93
				Total	339	178822730	98.4477	27	2819695	1.5523	8	169480



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					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
21	21	Authority to the Board of Directors for Issue and Allotment of Foreign Currency Convertible Bonds / Global Depository Receipts / American Depository Receipts / Warrants / other instruments convertible into Equity Shares aggregating up to USD 350 Millions	Special	Electronic	303	178668701	98.3634	27	2972702	1.6366	3	169421
				Physical	34	967	97.8744	2	21	2.1256	6	93
				Total	337	178669668	98.3634	29	2972723	1.6366	9	169514



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					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
22	22	Authority to the Board of Directors for Issue and Allotment of Foreign Currency Denominated Bonds aggregating up to USD 2 Billion	Special	Electronic	305	180552213	99.4003	25	1089224	0.5997	2	169387
				Physical	33	968	98.3740	2	16	1.6260	7	97
				Total	338	180553181	99.4003	27	1089240	0.5997	9	169484
23	23	Consent to enter into a contract with JSW Investments Limited for license to use the 'JSW' brand for an annual fee.	Special	Electronic	189	159761128	94.6600	130	9012482	5.3400	13	13037214
				Physical	36	988	100	0	0	0	6	93
				Total	225	159762116	94.6600	130	9012482	5.3400	19	13037307



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					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
24	24	Consent to enter into various transactions with JSW Steel Coated Products Limited, a wholly owned subsidiary of the Company, for an aggregate value of Rs.30,000 Crores during three years	Special	Electronic	282	89556393	99.8705	3	116128	0.1295	46	92138303
				Physical	36	988	100	0	0	0	6	93
				Total	318	89557381	99.8705	3	116128	0.1295	52	92138396



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