CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity **M/s Jindal Steel & Power Limited**
2. Quarter and half year ended **September 30, 2016**

I. Composition of Board of Directors									
Title (Mr./ Ms.)	**Name of the Director**	**PAN**	**DIN**	**Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)&**	**Date of Appointment in the current term / Cessation**	**Tenure***	**No. of Directorship in Listed Entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)**	**No. 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)**
Mr.	Naveen Jindal	AALPJ2123N	00001523	Chairman – Executive	01-10-2012	N.A.	01	00	00
Ms.	Shallu Jindal	AFPPJ9014B	01104507	Non-Executive	27-04-2012	N.A.	01	00	00
Mr.	Ravikant Uppal	AABPU8237E	00025970	Managing Director & Group CEO- Executive	01-10-2012	N.A.	02	02	00
Mr.	Rajeev Rupendra Bhadauria	ABAPB4066G	00376562	Wholetime Director – Executive	27-05-2015	N.A.	01	00	00
Mr.	Dinesh Kumar Saraogi	AUEPS1065K	06426609	Wholetime Director – Executive	09-11-2012	N.A.	01	00	00
Mr.	Shalil Mukund Awale	ABTPA4495R	06804536	Nominee Director	04-03-2015	N.A.	01	00	00
Mr.	Haigreve Khaitan	AEVPK7531H	00005290	Independent Director	30-07-2014	2 Years 2 Months	07	09	02
Mr.	Arun Kumar Purwar	ADXPP9783F	00026383	Independent Director	30-07-2014	2 Years 2 Months	05	06	01
Mr.	Sudershan Kumar Garg	AANPG2568C	00055651	Independent Director	30-07-2014	2 Years 2 Months	01	03	00
Mr.	Hardip Singh Wirk	AAIPS2345A	00995449	Independent Director	30-07-2014	2 Years 2 Months	01	04	00
Mr.	Ram Vinay Shahi	AAVPS3892F	01337591	Independent Director	30-07-2014	2 Years 2 Months	01	02	01

Mr.	Arun Kumar	ABPPK5576M	01772163	Independent Director	30-07-2014	2 Years 2 Months	01	02	01

& 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

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-executive/Independent/Nominee)
1. Audit Committee	1. Mr. Ram Vinay Shahi	Chairman - (Independent Director)
	2. Mr. Arun Kumar Purwar	Independent Director
	3. Mr. Arun Kumar	Independent Director
	4. Mr. Ravi Uppal	Executive – MD & Group CEO
2. Nomination & Remuneration Committee	1. Mr. Arun Kumar	Chairman - (Independent Director)
	2. Mr. Arun Kumar Purwar	Independent Director
	3. Mr. Hardip Singh Wirk	Independent Director
	4. Mr. Sudershan Kumar Garg	Independent Director
3. Stakeholders' Relationship Committee	1. Mr. Arun Kumar	Chairman - (Independent Director)
	2. Mr. Hardip Singh Wirk	Independent Director
	3. Mr. Ravi Uppal	Executive – MD & Group CEO
4. Risk Management Committee	1. Mr. Arun Kumar Purwar	Chairman - (Independent Director)
	2. Mr. Ram Vinay Shahi	Independent Director
	3. Mr. Ravi Uppal	Executive – MD & Group CEO
	4. Mr. Dinesh Kumar Saraogi	Executive - Wholetime Director
	5. Mr. Rajeev Rupendra Bhadauria	Executive - Wholetime Director

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	Maximum gap between any two consecutive (in number of days)
June 21, 2016	July 29, 2016 September 08, 2016	37 40

IV. Meeting of Committees

Type of Meetings	Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	July 14, 2016 (C)	Yes	May 03, 2016 (A)	(B) – (A) = 48 (C) – (B) = 22 (D) – (C) = 20 (E) – (D) = 33
	August 04, 2016 (D)	Yes	June 21, 2016 (B)	
	September 07, 2016 (E)	Yes		
		Yes		
Nomination and Remuneration Committee	July 29, 2016	Yes	June 21, 2016	37
Stakeholders' Relationship Committee	July 29, 2016	Yes	April 30, 2016	89

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

Jindal Steel & Power Limited
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Registered Office O. P. Jindal Marg, Hisar – 125 005, Haryana

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 (applicable to the top 100 listed entities) 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. 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:
	Company Secretary **October 14, 2016**

Affirmations

Board heading	**Regulation Number**	**Compliance status(Yes/No/ NA)** refer note below
Copy of annual report including balance sheet, profit & loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of Nomination & Remuneration Committee at the Annual General meeting	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

MK Purohit

Company Secretary
October 14, 2016