Jindal Steel & Power Limited
Registered Office: O. P. Jindal Marg, Hisar –125005 (Haryana)
Corporate Secretariat Office: Jindal Centre, Tower-A, 2nd Floor, Plot No. 2, Sector-32, Gurgaon-122001 (Haryana)
CIN: L27105HR1979PLC009913 | **Website:** www.jindalsteelpower.com
Email: jsplinfo@jindalsteel.com | **Tel.:** +91 124 6612000

ADDENDUM TO THE NOTICE OF 43RD ANNUAL GENERAL MEETING

Addendum to the Notice of **43rd Annual General Meeting (AGM/ ensuing AGM)** of the members of the **Jindal Steel & Power Limited** ("the Company") to be held on Friday, September 30, 2022 at 11.00 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Pursuant to Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, Notice is hereby given that the Company has received a notice under Section 160 of the Companies Act, 2013 from a Member of the Company, proposing candidature of Mr. Rohit Kumar (DIN: 01059459) for election to the office of Independent Director at the ensuing AGM of the Company, scheduled to be held on Friday, September 30, 2022 at 11.00 am, through VC /OAVM facility. As the Notice was received from a Member subsequent to dispatch of the Notice of AGM, an Addendum to the Notice of AGM is being advertised and circulated in terms of the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013. Your Board of Directors recommends the following resolution for appointment of Mr. Rohit Kumar (DIN: 01059459) as an Independent Director on the Board, for your approval at the AGM, as part of the Special Business, as set forth below:

Item No. 23: To approve the appointment of Mr. Rohit Kumar (DIN: 01059459) as an Independent Director and in this regard, pass the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the "Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rohit Kumar (DIN: 01059459), who was appointed as an Additional Director of the Company pursuant to provisions of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and who meets the criteria of Independence as provided in Section 149(6) of the Act and Listing Regulations, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years w.e.f. September 20, 2022;

RESOLVED FURTHER THAT any Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, things and matters from time to time in order to give effect to the above resolution”.

By order of the Board of Directors

Anoop Singh Juneja
Company Secretary
Membership no. F6383

Registered Office:
O.P. Jindal Marg,
Hisar – 125 005, Haryana
CIN: L27105HR1979PLC009913

Place: Gurugram
Date: September 21, 2022

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business as proposed above to be transacted at the Annual General Meeting ("AGM") is annexed hereto.

2. Relevant documents referred to in this Addendum are open for inspection purpose at the Registered Office of the Company during its business hours on all working days up to the date of AGM.

3. This Addendum is also available along with the Notice of 43rd AGM on the website of the Company www.jindalsteelpower.com

4. All the processes, notes and instructions relating to e-voting set out for and applicable to the ensuing AGM shall *mutatis-mutandis* apply to the e-voting for the Resolution proposed in this Addendum to the Notice. Furthermore, the Scrutinizer appointed for the ensuing AGM will act as a Scrutinizer for the Resolution proposed in this Addendum to the Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 23:

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee, has appointed Mr. Rohit Kumar (DIN: 01059459), as an Additional Director in the category of Independent Director on the Board of the Company, pursuant to Section 161 of the Companies Act, 2013 w.e.f. September 20, 2022. He will hold office upto the date of ensuing 43rd Annual General Meeting ("AGM") of the Company. In terms of Section 160 of the Companies Act, 2013, the Company has received a Notice in writing from a Member of the Company signifying his intention to propose the candidature of Mr. Rohit Kumar (DIN: 01059459), for the office of Director of the Company.

Mr. Rohit Kumar is a Qualified Chartered Accountant (ACA) with All India merit, a management accountant (Grad CWA) and a Company Secretary (ACS).

Mr. Kumar is a seasoned professional with approx. 30 years of experience in banking and financial services and has held senior leadership positions at First Abu Dhabi Bank, Bank ABC, Al Masraf and ICRA in different International Markets.

As Chief Risk Officer at Al Masraf Bank, a mid-size federal bank headquartered in Abu Dhabi, having predominant operations in UAE, Mr. Kumar was responsible for managing Credit, Market, Liquidity, Risk Analytics, Retail Product programs, Operational Risk, BCM, Information and Cyber Security, Regulatory and implementation of Risk Systems and for ensuring alignment of Group Risk Appetite, Risk Strategies and Risk Policies in line with Bank's Strategies.

Prior to Al Masraf Bank, Mr. Kumar worked as Group Head of Risk Management at Bank ABC having operations in 15 countries including Bahrain, USA, UK, Singapore, Europe, Brazil, Dubai, Egypt and Jordon.

Mr. Kumar has also worked as Head – Group Integrated Risk Management at First Abu Dhabi Bank (FAB), a leading Bank having footprint in 14 countries, for 12 years;

As General Manager and Head of Banking and Finance at ICRA Limited for 13 years, a leading credit rating and consulting firm in India and an affiliate of Moody's. He undertook several projects with leading Banks and multilateral agencies across the globe in implementing their risk management systems, formulating business strategies, valuations and due-diligence. Served as a member of credit rating committee.

Mr. Kumar possesses strong analytical, planning and managerial skills and has a proven track record of building and leading strong multi-cultural teams with diversified talent pools.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, he fulfils the criteria of Independence and possesses appropriate skills, experience and knowledge for being appointed as an Independent Director. Considering his vast experience and knowledge his appointment would be in the interest of the Company.

The Board of Directors recommends the appointment of Mr. Rohit Kumar (DIN: 01059459) as an Independent Director of the Company for a period of 5 (five) years commencing from September 20, 2022, not liable to retire by rotation, as set in this Addendum to the Notice of ensuing AGM.

None of the other Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Rohit Kumar / his relatives who are interested in the resolution set out in Item no. 23 of this notice, are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out in item no. 23 of the notice for approval by the members.

By order of the Board of Directors

Anoop Singh Juneja
Company Secretary
Membership no. F6383

Registered Office:
O.P. Jindal Marg,
Hisar – 125 005, Haryana
CIN: L27105HR1979PLC009913

Place: Gurugram
Date: September 21, 2022

Details of the Directors seeking appointment at the 43rd Annual General Meeting

{In pursuance of Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)}

Name of Director	Mr. Rohit Kumar (DIN: 01059459)
i) Date of Birth/Age	September 12, 1969, 53 years
ii) Qualifications	ACA, Grad CWA and ACS
iii) Experience	As per Explanatory Statement above
iv) Terms and Conditions of appointment/ re-appointment	As per the resolution
v) Details of Remuneration sought to be paid	N.A.
vi) Last Remuneration drawn	N.A.
vii) Date of first appointment on the Board	September 20, 2022
viii) No. of shares held	Nil
ix) Relationship with other Directors, Manager and other Key Managerial Personnel of the company	N.A.
x) No. of Board Meetings attended/held during Financial Year 2021-22	N.A.
xi) Directorships held in other companies	Nil
xii) Chairman/Member of the Committee of the Board of Directors of the Company as on March 31, 2022	Nil
Committee position held in other companies:	
a. Audit Committee	Nil
b. Stakeholders' Relationship Committee	Nil
c. Other Committees	Nil