



January 13, 2017

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.: 539597**

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. : JSLHISAR**

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 quarterly compliance report on Corporate Governance for the quarter ending on December 31, 2016.

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

Thanking You.

Yours Faithfully,  
For Jindal Stainless (Hisar) Limited

  
(Bhartendu Harit)  
Company Secretary



Encl: A/a



**Jindal Stainless (Hisar) Limited**

CIN: L27205HR2013PLC049963

Corporate Office: Jindal Centre, 12, Bhikaji Cama Place, New Delhi - 110 066, India

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

T: +91-1662-222471-83, F: +91-1662-220499

E: info@jshsr.com. W: www.jshstainless.com

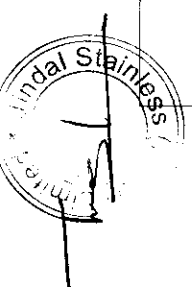
**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

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

**JINDAL STAINLESS (HISAR) LIMITED**

**December 31, 2016**

Name of the Listed Entity	JINDAL STAINLESS (HISAR) LIMITED									
Quarter Ending	December 31, 2016									
1.	Composition of Board of Directors									
Sr. No.	Title (Mr./ Ms.)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>8</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 Committees (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 000054026	Chairperson, Non Executive, Non Independent	02-11-2015	--	-- (Refer Regulation 25 (1) of Listing Regulations)	1 (Refer Regulation 26(1) of Listing Regulations)	-- (Refer regulation 26(1) of Listing Regulations)	



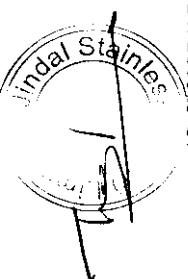
2	Mr.	Abhyuday Jindal	AIEPJ2431J 07290474	Vice-Chairman, Non Executive, Non Independent	02-11-2015	--	--	1	--
3	Mr.	Ashok Kumar Gupta	AACPGJ951E 01722395	Executive Director	02-11-2015	--	--	2	--
4	Mr.	Kanwaljit Singh Thind	AAMPPT1998C 06969654	Independent Director	02-11-2015	14 months	1	2	0
5	Mr.	Girish Sharma	AASPS8031K 05112440	Independent Director	01-05-2016	8 months	2	4	1
6	Mrs.	Deepika Jindal	AAFPJ2847R 00015188	Non Executive, Non Independent	01-05-2016	--	--	0	0
7	Mr.	Arunendra Kumar	ACBPK6267E 06643337	Independent Director	16-05-2016	7 months	1	1	1
8	Mr.	Nirmal Chandra Mathur	AITPM1165B 00004527	Independent Director	05-08-2016	5 months	1	0	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.

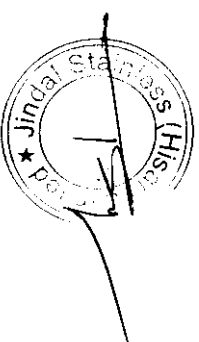
\* To be filed only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the Listed Entity in continuity without any cooling off period.

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II.			Composition of Committees	
Sr. No.	Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
1	Audit Committee	Mr. Girish Sharma Mr. Kanwaljit Singh Thind Mr. Ashok Kumar Gupta Mr. Arunendra Kumar	Chairperson, Independent, Non-Executive Member, Independent, Non-Executive Member, Non-Independent, Executive Member, Independent, Non-Executive	
2	Nomination and Remuneration Committee	Mr. Kanwaljit Singh Thind Mr. Abhyuday Jindal Mr. N.C. Mathur	Chairperson, Independent, Non-Executive Member, Non-Independent, Non-Executive Member, Independent, Non-Executive	
3	Stakeholders Relationship Committee	Mr. Arunendra Kumar Mr. Abhyuday Jinda Mr. Ashok Kumar Gupta	Chairperson, Independent, Non-Executive Member, Non-Executive, Non-Independent Member, Executive, Non-Independent	
4	Risk Management Committee (if applicable)	Not applicable	Not applicable	

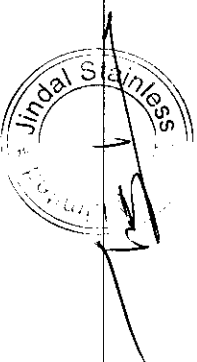
III.			
Date(s) of meeting (if any) in the previous quarter		Meeting of Board of Directors	
Date(s) of meeting (if any) in the relevant quarter		Date(s) of Meeting (if any) in the relevant quarter	
August 12, 2016		November 22, 2016	
Maximum gap between any two consecutive meetings in number of days		101 days	



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	November 22, 2016	Yes All members present	August 12, 2016	101 days
Nomination and Remuneration Committee	--	--	August 12, 2016	--
Stakeholders Relationship Committee	November 22, 2016	Yes (2 out of 3 members were present)	August 12, 2016	101 days


\*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		Compliance Status (Yes/No/NA)
Subject		
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 (Hisar) Limited**

  
(Bhartendu Harit)  
Company Secretary

