

DIRECTORS' REPORT

To the Members of JSW Steel Limited,

The Board of Directors of the Company is pleased to present the Sixth Integrated Annual Report, along with the financial statements of the Company, for the financial year ended March 31, 2023. A brief summary of the Company's standalone and consolidated performance is given below:

COMPANY PERFORMANCE

1) Financial Results

(₹ in crore)

	Standalone		Consolidated	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
I Revenue from operations	131,687	118,820	165,960	146,371
II Other income	1,572	1,929	1,030	1,531
III Total income (I + II)	133,259	120,749	166,990	147,902
IV Expenses:				
Cost of materials consumed	75,321	51,457	94,456	62,337
Purchases of stock-in-trade	963	234	1,514	534
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(590)	(3,112)	(2,636)	(3,601)
Mining premium and royalties	7,457	13,894	7,457	13,894
Employee benefits expense	1,975	1,870	3,915	3,493
Finance costs	5,023	3,849	6,902	4,968
Depreciation and amortisation expense	4,952	4,511	7,474	6,001
Other expenses	31,190	22,609	42,707	30,707
Total expenses	126,291	95,312	161,789	118,333
V Profit before share of profit / (losses) from joint ventures, exceptional items and tax (III-IV)	6,968	25,437	5,201	29,569
VI Share of profit / (loss) from joint ventures (net)			(137)	917
VII Profit / (loss) before exceptional items and tax (V+VI)	6,968	25,437	5,064	30,486
VIII Exceptional items	-	722	(591)	741
IX Profit before tax (VII-VIII)	6,968	24,715	5,655	29,745
X Tax expenses / (credit):				
Current tax	1,218	4,411	1,499	4,974
Deferred tax	813	3,602	17	3,833
	2,031	8,013	1,516	8,807
XI Profit for the year (IX-X)	4,937	16,702	4,139	20,938
XII Other comprehensive income				
A i) Items that will not be reclassified to profit or loss				
a) Re-measurements of the defined benefit plans	(15)	(75)	(19)	(83)
b) Equity instruments through Other Comprehensive Income	(534)	2,083	(634)	2,435
ii) Income tax relating to items that will not be reclassified to profit or loss	72	(246)	84	(284)
Total (A)	(477)	1,762	(569)	2,068
B i) Items that will be reclassified to profit or loss				
a) Effective portion of gains and loss on hedging instruments	(619)	(22)	(458)	(9)
b) Foreign currency translation reserve (FCTR)			(1,031)	(148)
ii) Income tax relating to items that will be reclassified to profit or loss	216	8	154	5
Total (B)	(403)	(14)	(1,335)	(152)
Total other comprehensive income / (loss) (A+B)	(880)	1,748	(1,904)	1,916
XIII Total comprehensive income / (loss) (XI+ XII)		18,450	2,235	22,854
Total profit / (loss) for the year attributable to:				
- Owners of the Company			4,144	20,665
- Non-controlling interests			(5)	273
			4,139	20,938
Other comprehensive income/(loss) for the year attributable to:				
- Owners of the Company			(1,846)	1,937
- Non-controlling interests			(58)	(21)
			(1,904)	1,916
Total comprehensive income/(loss) for the year attributable to:				
- Owners of the Company			2,298	22,602
- Non-controlling interests			(63)	252
			2,235	22,854

Prudent Financial Management

(A) Standalone Results

In FY 2022-23, the Company reported its highest ever crude steel production at 20.87 MnT, with an average capacity utilisation level of 91%, as against capacity utilisation of 89% in FY 2021-22. Crude steel production increased by 18% y-o-y primarily due to the ramp-up of the Dolvi Phase II expansion of 5 MTPA, which was commissioned in FY 2021-22.

During the year, the Company reported its highest ever steel sales volume at 19.67 MnT, which grew by 19% y-o-y. The Company exported 1.8 MnT of steel, down 50% y-o-y and accounting for 9% of the total sales, as against 22% in FY 2021-22. Domestic sales stood at 17.90 MnT, an increase of 38% y-o-y. Domestic steel demand grew by 13% y-o-y to 120 MnT primarily due to the Government's thrust on infra & housing, the increasing share of manufacturing in GDP, and increased demand from the auto sector. Revenue from operations grew 11% y-o-y to ₹131,687 crore, primarily due to an increase in volumes, partly offset by lower sales realisations, down 6% y-o-y on account of the decline in steel prices attributed to lower international steel prices and the imposition of export duty on steel from May 2022 to November 2022.

The Company achieved an annual Operating EBITDA of ₹15,371 crore, a decline of 52% y-o-y with an EBITDA margin of 11.7%. EBITDA per tonne was at ₹7,814 during FY 2022-23, lower by 59% y-o-y primarily on account of the decline in sales realisations and an increase in coal, power and fuel costs. The depreciation and amortisation charge for the year was ₹4,952 crore, up 10% y-o-y due to depreciation charged on asset capitalisation for projects and sustaining capex. The finance costs for the year were ₹5,023 crore, an increase of 31% y-o-y primarily on account of higher borrowings and an increase in benchmark rates of domestic and foreign currency borrowings, and asset capitalisation.

Profit after tax decreased by 70% y-o-y to ₹4,937 crore. The Company's net worth stood at ₹63,659 crore, as on March 31, 2023, vis-à-vis ₹63,501 crore, as on March 31, 2022. Gearing (net debt-to-equity) was at 0.62x (as against 0.63x) and net debt to EBITDA stood at 2.57x (as against 1.25x).

(B) Consolidated Results

In FY 2022-23, the Company reported its highest ever consolidated crude steel production of 24.16 MnT, with an average capacity utilisation level of 90%. Crude steel production increased by 24% y-o-y primarily due to the ramp-up of the Dolvi Phase II expansion of 5 MTPA which was commissioned in FY 2021-22, and increased production from Bhushan Power and Steel Limited (BPSL).

During the year under review, the Company reported its highest ever steel sales volume of 22.39 MnT, up 23% y-o-y. The consolidated India operations export of steel products stood at 2.76 MnT, down 45% y-o-y and accounting for 13% of the total sales, as against 28% in FY 2021-22. The consolidated India operations domestic sales stood at 19.11 MnT, an increase of 51% y-o-y, driven by domestic demand for steel. Sales of Value Added Special Products accounted for 57% of the total sales volume for the year.

In FY 2022-23, the Company's consolidated revenue from operations grew by 13% y-o-y to ₹165,960 crore, primarily on account of the increase in dispatches, partly offset by lower sales realisations.

Consolidated operating EBITDA was ₹18,547 crore, a decline of 52% y-o-y with an EBITDA margin of 11.2%. EBITDA per tonne was ₹8,284 during FY 2022-23, lower by 61% y-o-y, primarily on account of the decline in sales realisations and the increase in coal, power and fuel costs.

The domestic subsidiaries posted an operating EBITDA of ₹2,791 crore, as against an operating EBITDA of ₹6,765 crore during the previous year, primarily due to lower EBITDA from JSW Steel Coated Products Limited and BPSL. The overseas subsidiaries posted an operating EBITDA of ₹358 crore, as against an operating EBITDA of ₹1,389 crore during the previous year, on account of lower profitability from the US Ohio operations, partially offset by better EBITDA from US Baytown operations and JSW Italy operations.

The depreciation and amortisation charge for FY 2022-23 was ₹7,474 crore, registering a 25% y-o-y increase, due to depreciation charged on asset capitalisation for projects and sustaining capex. Finance costs were ₹6,902 crore, an increase of 39% y-o-y, primarily due to higher borrowings and increase in benchmark rates of domestic and foreign currency borrowings, and asset capitalisation.

The Company's net profit stood at ₹4,139 crore for FY 2022-23, vis-à-vis ₹20,938 crore in FY 2021-22. The performance and financial position of the subsidiary companies and joint arrangements are included in the consolidated financial statement of the Company.

The Company's net worth, as on March 31, 2023, was ₹67,039 crore as compared to ₹68,535 crore, as on March 31, 2022. The Company's spending on capex expenditure/acquisitions aggregated to around ₹14,214 crore. The Company's consolidated net gearing (net debt-to-equity) as on March 31, 2023 stood at 0.89x (versus 0.83x as on March 31, 2022) and net debt-to-EBITDA stood at 3.20x (versus 1.45x, as on March 31, 2022).

Exceptional items for the year ended March 31, 2023 comprised the following:

- Income recognised amounting to ₹256 crore in relation to compensation received/receivable in accordance with provisions of the Coal Mines (Special Provisions) Act, 2015, against a subsidiary's claim pertaining to the expenditure incurred on deallocated coal mine vide the Supreme Court order dated September 24, 2014.
- Net gain amounting to ₹335 crore pursuant to the sale of the entire 70% stake in Santa Fe Mining ("SFM") in Chile by a wholly owned subsidiary of the Company, primarily pertaining to Foreign Currency Translation Reserve (FCTR) balances recycled to statement of profit and loss and de-recognition of non-controlling interests carried in the consolidated financial results as on the date of disposal of subsidiary.

(C) Performance of Subsidiaries and Joint Ventures (JVs)

The Company had 42 direct and indirect subsidiaries, 13 JVs and 1 Associate Company, as on March 31, 2023, which includes certain domestic subsidiaries acquired or incorporated during FY 2022-23. As per the provisions of Section 129(3) of the Companies Act, 2013 (Act) a statement containing the salient features of the financial statements of the Company's subsidiaries, associates and JVs in Form AOC-1 is attached to the financial statements of the Company. In accordance with provisions of Section 136 of the Act, the standalone and consolidated financial statements of the Company, along with relevant documents and separate audited accounts in respect of the subsidiaries, are available on the website of the Company. The Company will provide the annual accounts of the subsidiaries and the related detailed information to the shareholders of the Company on specific request made to it in this regard by the shareholders.

The details of the major subsidiaries and JVs are given below:

(I) Indian Subsidiaries

1) JSW Steel Coated Products Limited (JSW Steel Coated)

JSW Steel Coated is the Company's wholly owned subsidiary and caters to both domestic and international markets. It manufactures value-added flat steel products comprising tin plates, galvanised and galvalume coils/sheets and colour-coated coils/sheets. The company has three manufacturing facilities at Vasind, Tarapur and Kalmeshwar in Maharashtra. In FY 2022-23, JSW Steel Coated reported a production (Galvanising/Galvalume/Tin product) of 2.93 MnT, an

increase by 0.14% y-o-y. Its sales volume increased by 3.4% y-o-y to 3.33 MnT. Operating EBITDA decreased to ₹186 crore from ₹2,900 crore in FY 2021-22, primarily on account of the decline in realisations, while the benefit of lower raw material prices flowed with a lag and one-off items such as inventory losses and payment of export duty. The operating EBITDA margin declined to 0.65% from 9% in FY 2021-22. Revenue from operations and net profit was ₹28,772 crore and ₹204 crore for FY 2022-23 vis-à-vis ₹31,777 crore and ₹1,881 crore for FY 2021-22, respectively.

Amalgamation of Hasaud Steel Limited (HSL) and Asian Colour Coated Ispat Limited (ACCIL) with JSW Steel Coated

The Board of Directors of the JSW Steel Coated at its meeting held on April 29, 2022, considered and approved a Scheme of Amalgamation pursuant to Sections 230-232 of the Companies Act 2013 and other applicable provision of the Companies Act 2013, providing for the merger of its wholly owned subsidiaries ACCIL and HSL with the Company. The final hearing on the said scheme was held on January 5, 2023.

The Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench passed an order sanctioning the Scheme of Amalgamation of ACCIL and HSL with JSW Steel Coated and their respective shareholders, on January 5, 2023, with the 'Appointed Date' of April 1, 2022.

The Certified copy of the Orders of the NCLT, Mumbai was received and filed by ACCIL, HSL and JSW Steel Coated with the Registrar of Companies on February 22, 2023 and February 24, 2023, respectively, and that the Scheme became effective on February 24, 2023, with the 'Appointed Date' of April 1, 2022.

JSW Steel Coated recognised deferred tax assets of ₹645 crore on the deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised in accordance with Ind AS 12 on Income Taxes.

2) JSW Vallabh Tinplate Private Limited (JVTP)

JSW Vallabh Tinplate Private Limited (JVTP) is a wholly owned subsidiary of the Company. It produces tin plates and has a capacity of 1.2 lakh tonnes. With a production of 1.00 lakh tonnes during FY 2022-23, its EBITDA was at ₹101 crore compared to ₹170 crore for the earlier year. Its net profit after tax was at ₹53 crore in FY 2022-23, down from ₹108 crore in FY 2021-22.

3) Vardhman Industries Limited (VIL)

VIL manufactures colour-coating products with a capacity to produce 60,000 tonnes per annum and a service centre to cater to white goods customers in North India. The company has a manufacturing unit at Rajpura, Patiala in Punjab. VIL produced 52,030 tonnes during FY 2022-23, but its EBITDA declined to ₹5 crore from ₹13 crore in FY 2021-22 due to a decrease in realisations and higher input costs. In FY 2022-23, its net profit was ₹3 crore compared to ₹11 crore in the previous year.

Amalgamation of JSW Vallabh Plate Private Limited (JVTP) and Vardhman Industries Limited (VIL) With JSW Steel Coated

The Board of Directors of the JSW Steel Coated at its meeting held on April 29, 2022, considered and approved a Scheme of Amalgamation pursuant to Sections 230-232 of the Companies Act 2013 and other applicable provision of the Companies Act 2013, providing for the merger of VIL and JVTP, wholly owned subsidiaries of JSW Steel with JSW Coated by issuing JSW Coated shares to JSW Steel. JSW Coated would issue 615 shares for every 1,000 shares held by JSW Steel in JVTP and 290 shares for every 1,000 shares held by JSW Steel in VIL. The said scheme was filed with the NCLT and the final hearing was held on May 3, 2023. The final order is awaited.

4) Amba River Coke Limited (ARCL)

Amba River Coke Limited (ARCL) is a wholly owned subsidiary of the Company and has a 1 MTPA coke oven plant and a 4 MTPA pellet plant. In FY 2022-23, ARCL produced 0.8 MnT of coke and 3.67 MnT of pellet. The coke and pellets produced are primarily supplied to the Dolvi unit of the Company.

Operating EBITDA for the year under review was at ₹653 crore as against ₹518 crore in the previous year. Its profit after tax improved to ₹429 crore from ₹174 crore in FY 2021-22 primarily due to one-time exceptional gain of ₹241 crore on the discontinuation of lease accounting as per Ind AS 116.

5) Bhushan Power and Steel Limited (BPSL)

On March 26, 2021, the Company completed the acquisition of BPSL by implementing the resolution plan approved under the IBC Code, basis an agreement entered with the erstwhile committee of creditors. The Company had entered a subscription and Shareholder agreement with JSW Shipping & Logistics Private Limited (JSLPL) through which the Company and JSLPL held equity

of Piombino Steel Limited (PSL) in the ratio of 49% and 51%, respectively. Further, JSW Steel held optionally fully convertible debentures (OFCDs) of PSL with a right to convert them into equity. In accordance with the approved Resolution Plan, BPSL was acquired as a wholly owned subsidiary of PSL.

In FY 2021-22, following BPSL's robust operational and financial performance, JSW Steel on October 1, 2021 exercised the option of conversion of the OFCDs, pursuant to which JSW Steel now holds 83.28% equity in PSL, and PSL became a subsidiary of JSW Steel with effect from October 1, 2021.

Consequent to the aforesaid conversion, the Company is controlling and managing BPSL through PSL and the financials have been consolidated with the Company.

BPSL operates a 3.50 MTPA integrated steel plant at Jharsuguda, Odisha, and also has downstream manufacturing facilities at Kolkata, West Bengal and Chandigarh, Punjab.

For FY 2022-23, BPSL produced 2.76 MnT of crude steel and total revenue from operations was at ₹20,077 crore as compared to ₹21,409 crore in the previous year. EBITDA declined from ₹6,423 crore in FY 2021-22 to ₹1,805 crore in FY 2022-23, as net sales realisations were lower by 9% (due to the decrease in international steel prices, the imposition of export duty), and increase in raw material cost. Profit after tax stood at ₹160 crore vis-à-vis ₹4,259 crore in FY 2021-22. Further, revenue from operations and profit after tax pertaining to BPSL post acquisition adjustments included in these consolidated results for the year ended March 31, 2022 amounted to ₹11,768 crore and ₹1,670 crore, respectively, and net profit attributable to non-controlling interests was ₹279 crore.

BPSL recognised an exceptional item towards income amounting to ₹261 crore in relation to compensation received/receivable in accordance with provisions of the Coal Mines (Special Provisions) Act, 2015, against a subsidiary's claim pertaining to expenditure incurred on deallocated coal mine vide the Supreme Court order dated September 24, 2014.

6) JSW Industrial Gases Private Limited (JIGPL)

JSW Industrial Gases Private Limited (JIGPL) is a wholly owned subsidiary of the Company. The Company sources oxygen, nitrogen and argon from JIGPL for its Vijayanagar plant. Operating EBITDA for the year under review was at ₹33 crore, as against ₹57 crore in the

previous year. Profit after tax was at ₹18 crore, compared to ₹37 crore in the year earlier.

7) Other Projects Being Undertaken by Domestic Subsidiaries

The Company as part of its long-term growth strategy has initiated a few greenfield projects in the states of West Bengal, Jharkhand and Odisha.

- JSW Bengal Steel Limited (JSW Bengal Steel) – As part of its overall growth strategy, the Company had planned to set up a 10 MTPA capacity steel plant in phases through its subsidiary, JSW Bengal Steel. However, due to uncertainties in the availability of key raw materials such as iron ore and coal, after the cancellation of the allotted coal blocks, the JSW Bengal Steel Salboni project has been put on hold.
- JSW Jharkhand Steel Limited (JJSJL) – JJSJL was incorporated in relation to the setting up of a 10 MTPA steel plant in Jharkhand. The Company is currently in the process of obtaining approvals and clearances necessary for the project.
- JSW Utkal Steel Limited (JUSL) was formed for setting up an integrated 13.2 MTPA steel plant and a 900 MW captive power plant in Odisha.

In April 2022, JUSL, a wholly owned subsidiary of JSW Steel, received Environmental Clearance (EC) for setting up a 13.2 MTPA greenfield Integrated Steel Plant (ISP) from the Union Ministry of Environment & Forest and Climate Change (MoEF&CC). The project is expected to generate employment opportunities in the region, which in turn will boost the economy of Odisha. Capital expenditure for the modern and environment-friendly ISP is expected to be approximately ₹65,000 crore including associated facilities. The phase-wise work is expected to start once the land is handed over to the Company by the Government of Odisha. The project is one of the largest in the manufacturing sector in India and the MoEF&CC accorded the EC after successful public hearings. JUSL has earmarked budgets for social interventions under public health, education, skill development, social infrastructure, waste management, environment, drinking water, women empowerment, and so on. Additionally, based on the environment impact assessment (EIA), the Company has plans

to incur expenditure for the environment protection and mitigation measures.

Pursuant to the National Green Tribunal (NGT) order dated March 20, 2023, the EC was granted to JUSL with respect to two interconnected projects – an Integrated Steel Plant and a captive jetty project in Odisha – stand suspended and the matter is remitted to the MoEF&CC for fresh appraisal and decision in light of the observations cited in the said order. The fresh appraisal is expected to be completed in three months. The Company believes that JUSL has complied with all the necessary conditions required for the EC and the observations raised by the NGT are already addressed. Consequently, the suspension of the EC is temporary and would not impact the overall sustainability of the JUSL project, and therefore, no provision was considered necessary in the financial statements of JUSL.

JUSL is in the process of obtaining the necessary approvals and licences for the project.

(II) Overseas Subsidiaries

1) Periana Holdings LLC and its Subsidiaries viz. JSW Steel (USA) Inc – Plate and Pipe Mill Operation and its subsidiaries – West Virginia, USA-Based Coal Mining Operation

- a) The Baytown facility has a 1.2 MNTPA plate mill and a 0.55 MNTPA pipe mill. The facility is located near a port and is close to key customers in the oil and gas industry. JSW Steel (USA) plate and pipe mill is in the process of modernising the existing facilities at Baytown, Texas. The first phase of modernisation was completed and commissioned in FY 2021-22. The second phase of the modernisation is expected to be completed in FY 2024-25. The unit produced 0.35 MNTPA of plates and 0.024 MNTPA of pipes with capacity utilisation of 37% and 4%, respectively. JSW Steel (USA) reported an EBITDA of \$100.7 million (₹832 crore), compared to EBITDA of \$80 million (₹600 crore) in the previous year. EBITDA increased primarily on account of higher dispatches of plate and pipe and improved EBITDA per tonne due to an increase in plate realisations, partially offset by input higher costs. In FY 2022-23, profit after tax was \$10.5 million (₹110 crore), compared to a net loss after tax of \$10.6 million (₹72 crore) in FY 2021-22.
- b) Coal mining operation Periana Holdings LLC has a 100% equity interest in coal

mining concessions in West Virginia, US along with permits for coal mining, and owns a 500 TPH coal-handling and preparation plant. During FY 2022-23, total production stood at 87,908 NT as against 83,877 NT during FY 2021-22. Its coal mining operations reported EBITDA of \$4 million (₹36 crore), compared to \$1 million (₹8 crore) in the previous year. Loss before tax stood at \$2.7 million (₹21 crore) vis-a-vis loss before tax of \$104.8 million (₹780 crore) in FY 2021-22.

2) Acero Junction Holdings, Inc (ACERO) and its wholly-owned subsidiary JSW Steel USA OHIO Inc (JSWSUO)

JSWSUO has steelmaking assets consisting of a 1.5 MNTPA electric arc furnace (EAF), a 2.8 MNTPA continuous slab caster and a 3.0 MNTPA hot strip mill at Mingo Junction, Ohio in USA.

JSWSUO operated at a capacity utilisation of 40% during FY 2022-23 compared to 42% in FY 2021-22. JSWSUO reported an EBITDA loss of \$74.0 million (₹579 crore) compared to EBITDA of \$119.86 million (₹895 crore) in FY 2021-22. Loss after tax was at \$126.5 million (₹1,000 crore), compared to profit after tax of \$72.1 million (₹540 crore). JSWSUO incurred EBITDA loss during the year on account of decline in HRC sales realisation offset by the lower scrap prices, increase in fuel costs and inventory losses due to a sudden decline in sales realisations. JSWSUO operations turned around towards the end of the fourth quarter as capacity utilisation reached 64% primarily due to better demand for slabs.

3) JSW Steel Italy Piombino S.P.A. (JSW Piombino) (formerly Aferpi S.P.A), Piombino Logistics S.P.A. (PL) and Gsi Lucchini S.P.A

JSW Piombino produces and distributes special long steel products. The Company has a plant at Piombino in Italy, comprising a Rail Mill (0.32 MTPA), Bar Mill (0.4 MTPA), Wire Rod Mill (0.6 MTPA) and a captive industrial port concession. PL manages the logistics infrastructure of Piombino's port area. The port managed by PL has the capacity to handle ships up to 60,000 tonnes.

During FY 2022-23, rail mill production was 2,03,144 tonnes, up 91% y-o-y, with capacity utilisation at 56%, as against 30% in the previous year. Operating EBITDA was at €26.4 million (₹202 crore) compared to an EBITDA loss of €6.4 million (₹69 crore). Profit after tax amounted to €14.9 million (₹139 crore) as against loss after tax of €11.7 million (₹106 crore) in FY 2021-22.

During the Financial Year 2021-23, JSW Steel Italy Piombino SpA (JSWSIP) has entered into two long term contracts for supply of ~3,00,000 tons of rails (over a period of the five years) with Rete Ferroviaria Italiana (RFI), a Company which operates under a public concession and is responsible for the national infrastructure for railway network in Italy.

(III) Joint Venture Companies

1) JSW Ispat Special Steel Products Limited (JISPL) (formerly Monnet ISPAT & Energy Limited (MIEL))

In August 2018, Monnet Ispat & Energy Limited (MIEL), was acquired jointly by a consortium of Aion Investments Private Limited (AION) and the Company. Currently, JSW Steel directly and indirectly holds 23.1% of the equity shares of JISPL.

JISPL owns a 1.2 MTPA integrated steel plant with the ability to scale up to 1.5 MTPA, along with a 0.8 MTPA sponge iron plant, 2.20 MTPA pellet plant, a 0.96 MTPA sinter plant and a 230 MW captive power plant in Chhattisgarh.

JISPL since its acquisition has taken the following steps to revive and turn around business operations:

- Restarted the pellet plant and incurred capex to increase capacity to 2.2 MTPA and revamped it by introducing two filter presses, mixer and evacuation system
- Increased DRI productivity by using own manufactured pellets and process improvement
- Revamped the oxygen plant for consistent and reliable operations
- Restarted the Blast Furnace and carried out process improvements to operate at rated capacity and improved efficiencies
- Restart of the steel melt shop and upgradation to special steel by modification of caster and commissioning of vacuum de-gasifier and commissioning of slab caster and bloom caster to cater to the requirements of rail mills
- Modernisation of the rolling mill to produce special bar rods and flat rolling

JISPL recorded a consolidated operating EBITDA of ₹90 crore for FY 2022-23, compared to ₹472 crore in FY 2021-22. It recorded a loss before tax of ₹398 crore vis-à-vis profit before tax of ₹1 crore.

The Board of Directors of the Company at its meeting held on May 27, 2022 considered

and approved a Scheme of Amalgamation pursuant to Section 230-232 and other applicable provisions of the Companies Act 2013, providing for amalgamation of its Joint Venture, Creixent Special Steels Limited (CSSL) and CSSL's subsidiary, JSW Ispat Special Products Limited (JISPL) with the Company. Pursuant to the Board approval, the Scheme was filed with the concerned stock exchanges and the Competition Commission of India for requisite approvals. The Competition Commission of India approved the proposed amalgamation vide its order dated September 29, 2022. The stock exchanges issued no adverse observation / (no objection letter) for the Scheme on December 14, 2022. The equity shareholders of the Company and JISPL approved the Scheme of Amalgamation in their respective general meetings held on March 17, 2023. The NCLT has admitted the Company's Petition for approval of the Scheme, which is posted for hearing on June 15, 2023. The requisite regulatory and other approvals are awaited. Accordingly, no impact is given on account of this in the Financial Statements of the Company for the year ended March 31, 2023.

2) JSW Severfield Structures Limited and its subsidiary JSW Structural Metal Decking Limited (JSSL)

JSSL operates a facility to design, fabricate and erect structural steel work and ancillaries for construction projects. These projects have a total capacity of 1,00,000 TPA at Bellary, Karnataka. JSSL produced 107,203 tonnes (including job work) during FY 2022-23. JSSL's EBITDA increased to ₹109 crore from ₹65 crore in FY 2021-22 while profit after tax increased to ₹31 crore from ₹11 crore.

JSW Structural Metal Decking Limited (JWSMD), a subsidiary of JSSL, is engaged in the business of designing and roll forming of structural metal decking and accessories such as edge trims and shear studs. The plant's total capacity is 10,000 TPA. In FY 2022-23, JWSMD's EBITDA was at ₹11 crore compared to ₹17 crore in FY 2021-22. Profit after tax was at ₹4 crore versus ₹9 crore in FY 2021-22.

3) JSW MI Steel Service Centre Private Limited (MISI JV)

The Company and Marubeni-Itochu Steel signed a JV agreement on September 23, 2011 to set up steel service centres in India. The JV company started the commercial operation of its steel service centre in western India (near Pune), with a 0.18 MTPA initial installed capacity in March 2015. MISI

JV also commissioned its steel service centre in Palwal, Haryana, with a 0.10 MTPA initial capacity. On May 24, 2021, JSW MI acquired JSW MI Chennai Steel Service Center Private Limited (formerly MI Steel Processing India Private Limited) from Marubeni Itochu Inc. with a processing capacity of 0.10 MTPA.

The service centre is equipped to process flat steel products, such as hot-rolled, cold rolled and coated products. Such products offer just-in time solutions to automotive, white goods, construction and other value-added segments. In FY 2022-23, EBITDA was ₹50 crore as against ₹51 crore in FY 2022-22. Profit after tax was at ₹21 crore versus ₹25 crore during FY 2021-22.

(D) Dividend

The Board of Directors of the Company had approved a Dividend Distribution Policy on January 31, 2017, in accordance with the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Policy is available on the Company's website: <https://www.jswsteel.in/investors/jsw-steel-disclosure-46>.

In terms of the policy, equity shareholders of the Company may expect dividend if the Company has surplus funds and after taking into consideration the relevant internal and external factors enumerated in the policy for declaration of dividend.

The policy also enumerates that efforts will be made to maintain a dividend payout (including dividend distribution tax and dividend on preference shares, if any) in the range of 15% to 20% of the consolidated net profit of the Company, in any financial year, subject to compliance of covenants with Lenders/Bond holders.

In line with the said policy, the Board of Directors recommended a dividend of ₹3.40 per equity share on 241,72,20,440 equity shares of ₹1 each of the Company, for the year ended March 31, 2023, subject to the approval of the Members at the ensuing Annual General Meeting. This dividend payout ratio works out to 19.86% of the consolidated net profit for FY 2022-23. The total outflow on account of equity dividend will be ₹822 crore, vis à vis ₹4,194 crore paid out for FY 2021-22.

Mainstreaming Sustainability in Business Imperatives

1) Sustainability Governance

JSW Steel prioritises sustainable development as a key business objective. Sustainability is a value that lies at the very core of the Company's Sustainability Vision.

The Company's Sustainability Vision is driven by a desire to demonstrably contribute in a socially, ethically, and

environmentally responsible way to the development of a sustainable society, and to ensure that the needs of future generations aren't compromised while doing the same - thereby truly committing to the Sustainable Development.

To make this Vision a reality - a comprehensive strategy has been developed which is backed by a robust Sustainability Framework. This framework underpins and sets the tone for JSW Steel's 17 key focus areas across the spheres of Environment, Social, and Governance; and consists of Management Standards, Technical Standards, Policies, and Guidance Notes. JSW Steel's Sustainability Framework is aligned to numerous national and international standards like ISO, IFC, UNGC, OECD, UNSDGs, UNGP-BHR, and NGRBC. The 17 focus areas embody the long-term sustainability goals of the organisation. The identification of these focus areas has been done through extensive materiality study to understand their impact on our sustainability targets. To create long-term value for all stakeholders, we have set targets and goals.

The Board-level Business Responsibility and Sustainability Committee provides the oversight and governance through reviews of the progress on the sustainability initiatives biannually. To ensure a seamless mechanism in place to review stakeholder issues periodically, JSW Steel has been undertaking extensive planning, process optimisation, sustainability and investing in technology and innovation to limit environmental risks and is committed to build a sustainable future for all.

Key Sustainability Focus Areas

- Climate Change
- Energy
- Resources
- Water Resources
- Waste
- Wastewater
- Air Emissions
- Biodiversity
- Local Considerations
- Human Rights
- Indigenous People
- Cultural Heritage
- Business Ethics
- Employee Wellbeing
- Supply Chain Sustainability
- Sustainable Mining
- Social Sustainability

2) Tackling Climate Change

JSW Steel recognises its role as an industry leader and its responsibility towards creating a cleaner and a sustainable planet for the future. To this end, the company has developed a comprehensive climate action plan with the goal of achieving carbon dioxide emission intensity reduction of more than 42% by 2030, aligning with India's Nationally Determined Contributions (NDC), from the base year of 2005. The target is planned to be achieved through a variety of measures, including improving the quality of input raw materials through beneficiation, increasing the use of renewable energy and scrap, reducing coal consumption in iron making, increased use of Pulverised Coal Injection (PCI) and Natural Gas (NG) use in the Blast Furnaces (BF), improving energy and process efficiency through the use of the best available technologies (BAT), and continuing to collaborate towards the development of deep decarbonisation technologies.

To stay up-to-date with rapid developments related to climate change, JSW Steel has constituted a Climate Action Group (CAG). The CAG, facilitated by the Corporate Sustainability Team, operates as a central think-tank to formulate and drive the climate change mitigation strategy and actions towards a low-carbon future.

JSW Steel is already demonstrating its commitment to decarbonisation with an operating Carbon Capture Utilisation (CCU) plant at its Salav facility. This plant of 100 TPD capacity captures carbon from the exhaust gases generated by sponge iron operations, treating and converting it to 99.5% purity which is used in the beverage industry. In addition, the company has committed ₹10,000 crore (\$1.3 billion) over the next few years towards decarbonisation initiatives, including the shift to solar power for energy and increasing the usage of scrap in steel making operations.

During the year, JSW Steel has achieved a leadership rating (A) in the CDP's Climate Change Disclosure program. This recognition highlights the dedication to sustainability and progress towards achieving the environmental goals.

JSW Steel is proud to announce the launch of project SEED (Sustainable Energy Environment and Decarbonisation), a large scale decarbonisation programme at Vijayanagar plant, as part of the commitment to achieving decarbonisation targets by 2030. The programme, which involves over 200 members across different shops, is driving on-ground action for the past 10 months, with the aim of achieving best-in-class BF-BOF emissions. The programme has enabled 100+ Initiatives identified with granular shop level climate action plans with 25+ initiatives implemented. The programme has focused on leveraging advanced technologies and driving continuous improvement, with a strong emphasis on topics such as Carbon Capture Utilisation and Storage (CCUS), COG injection in BF, and Super Sinter. Through plant-wide workshops, JSW

Steel have identified over 100 improvement initiatives that have the potential to reduce CO₂ emissions by approximately over 9 million tonnes annually by 2030.

3) Energy

JSW Steel has been steadily shifting towards cleaner energy sources to optimise its business processes and minimise energy consumption. The Company has set a target of installing 10 GW of renewable power capacities and using only renewables in steel making by 2030 and has made exceptional progress towards achieving this goal. At present, JSW Steel has achieved implementation of 225 MW of solar power plant that is feeding renewable energy for steelmaking. In addition to this, the Company is continuously introducing and adopting energy-efficient systems and practices to conserve energy and optimise input costs.

4) Product Sustainability

JSW Steel has obtained Environmental Product Declarations (EPDs) – Type III eco-labelling for all its finished products (14 nos.) from its three integrated steel plants. The Company is in the process of obtaining EPD's for all finished products from its downstream plants. The use of EPDs will help in transparently communicating the quantified environmental information to customers about the product's life cycle in a reliable, standardised, and comprehensible manner.

JSW Steel has received the GreenPro certification for their JSW Neosteel TMT bars and 14 categories of Roofing Sheets. GreenPro is a Type 1 ecolabel which enables the end users in the building sector and manufacturing sector to choose sustainable products, materials and technologies for reducing the environmental impacts during the construction, operation and maintenance of their buildings and factories. A product which bears the GreenPro Ecolabel has lower environmental impact and contributes significantly to enhance the performance of Green Buildings and Green Companies. GreenPro empowers end users with product sustainability information and steers them towards purchasing sustainable products.

JSW Steel has achieved a significant milestone as the first manufacturer to receive the esteemed GreenPro ecolabel for our 'Automotive Steel' products. Additionally, JSW Steel also played a leading role in the development of the GreenPro Automotive Steel standards. By proactively contributing to the standard-setting process, the company exhibited thought leadership and an unyielding dedication to fostering sustainable practices within the industry.

With the GreenPro ecolabel signifying excellence in environmental sustainability and product performance, we continue to exemplify our commitment to producing steel solutions that align with the principles of environmental stewardship and sustainability. By choosing our certified products, automotive manufacturers can make informed decisions, enhance

the overall sustainability of their operations, and contribute to a greener future for all.

5) Water Management

JSW Steel has set a target of achieving specific water consumption (in steel production) of 2.21 m³/tcs by 2030. At present, all JSW Steel facilities maintain Zero Liquid Discharge. As the Company's main steel production facilities operate in water-scarce areas, JSW Steel continuously implements process enhancements to achieve better water conservation and harvesting. The plants have robust water management strategies in place to advance water conservation goals. JSW Steel also evaluates and reviews the water risks and participate in the CDP's Water disclosure Program.

6) Circular Economy

As the world continues to develop and grow, the impact of human activity on the environment has become increasingly concerning. One of the most pressing issues we face is the management of waste. With a rising global population and urbanisation, waste generation has reached unprecedented levels, leading to a host of problems that threaten the health, the environment, and the economy.

The consequences of poor waste management are far-reaching and can affect every aspect of lives. From sanitation and hygiene problems to the acceleration of climate change and pollution, the impact of waste on society is undeniable.

To combat this challenge, JSW Steel has embraced circularity as a viable solution, moving away from traditional linear use-and-dispose practices. JSW Steel generates significant quantities of waste as a by-product in steelmaking processes. To manage this waste, JSW Steel has implemented an integrated waste management strategy that considers the environmental impact, social effects, and commercial viability of the practices followed.

The Blast Furnace slag generated is supplied to JSW Cement Limited, which is used as raw material for manufacture of cement. JSW Steel is taking steps towards sustainable road construction with the help of the Central Road & Research Institute (CRRRI). The construction of a concrete road using steel slag as aggregates on the National Highway 66 covering 1,000 metres has been completed with technical support from the Central Road & Research Institute (CRRRI). Approximately 16,000 tonnes of steel slag was used to construct 1 km of the concrete road. The Company is looking to expand the project to the next level, which shows the potential for using steel slag as a viable alternative to traditional construction materials in road construction. By prioritising waste minimisation and embracing circular economy models, JSW Steel can reduce the impact of waste on society and create a more sustainable future for all.

Enabling Circularity, JSW Steel has commissioned a sand plant of 0.30 MTPA capacity which can process the steel slag to construction sand plant. This project will enable to mitigate the slag disposal issue along with the low-cost eco-friendly sand as product for construction purposes.

7) Air Emissions

Air pollution has adverse effects on the environment and human health. Particulate Matter (PM), nitrogen oxides (NOx), sulphur oxides (SOx), and other harmful gases are among the primary contributors to air pollution. As a socially responsible and environmentally aware organisation, JSW Steel recognises the impact of the operations on the environment and are committed to reducing emissions. JSW Steel have adopted several policies and measures to prevent, manage, and mitigate air emissions. The Company strategy focuses on reducing both point-source (such as stack emissions) and non-point source (such as fugitive emissions) pollution. JSW Steel have established stringent monitoring systems and deployed advanced emission reduction technologies to ensure compliance with environmental regulations.

The Company persists in enhancing and executing advanced pollution control systems while pursuing expansion and advancement in its strategies. JSW Steel has commissioned Maximised Emission Reduction of Sintering (MEROS) with Waste Gas Recirculation (WGR) System at Dolvi. It is designed as a special bag filter based dry gas cleaning system for sinter plants and has capabilities to treat up to 430,000 Nm³/hour, significantly reducing dust emissions.

8) Biodiversity

JSW Steel aims to promote prudent land use management to preserve biodiversity in the areas where it operates. The Company actively collaborates with local environmental organisations and societies to assess the impact on biodiversity and enhance the local flora and fauna.

At Vijayanagar, a biodiversity initiative to develop a green belt at Sasan Vana Biodiversity Park spanning 240 acres of land has been initiated. This initiative aims to create a thriving ecosystem that supports a diverse range of flora and fauna, promoting environmental sustainability and preserving the region's biodiversity.

At Salem, Mahavanam is an effort to grow 'Mini Urban Forests' in the Mecheri Union to reduce the average temperature by 2°C. Four batches of Mahavanam have been initiated in public locations, covering an area of 29,000 sqft, with a total of 5,925 saplings planted. The purpose of these mini forests is to increase green cover that offer a plethora of benefits such as lowering the temperature, reducing air and noise pollution, and absorbing up to 30 times more carbon.

9) Corporate Social Responsibility

In line with the Group's philosophy of 'Better Everyday', JSW Steel has strived to deliver on its responsibilities towards its communities, people and society at large. The Company carries out its social development through JSW Foundation. The aim is to drive meaningful and sustainable change among communities (Direct Influence Zones & Indirect Influence Zones) across eight cause areas.

JSW Foundation's interventions are oriented towards achieving better outcomes in the local context by adopting SAMMS approach- Strategic, Aligned, Multi-stakeholder, Measurable, Sustainable. The interventions aim to leverage the long-standing trust and engagement with the communities to enable a self-sustaining ecosystem of well-being.

The interventions range from strengthening educational institutions to provisioning of secondary & tertiary healthcare and strengthening of public health system, helping communities access basic sanitation & promoting hygiene, contributing towards water and environment conservation, facilitating women-centric livelihoods, and promoting agri-livelihoods approach.

In the last six financial years, the Company has consistently increased the share of CSR expenditure.

The CSR spend has increased every year, from ₹53 crore in FY 2017-18 to ₹291 crore in FY 2022-23. During FY 2022-23, the Company spent ₹243 crore towards CSR expenditure and the balance of ₹48 crore was deposited in an escrow account for CSR spending in specified projects.

Envisioning and achieving progress across intervention areas:

Education

JSW Foundation all-encompassing approach to education involves interventions at various stages along a child's learning journey. The initiatives focus on a spectrum of aspects, ranging from Anganwadi to Graduation to make quality education accessible to children. The initiatives cover a wide range of areas, such as, developing state-of-the-art infrastructure, refurbishing dilapidated structures, holistic early childhood education interventions, focusing on learning outcomes, building capacities of the ecosystem, and providing scholarships for higher education.

Health and nutrition

JSW Foundation is committed to enhance India's health and nutrition status with improved health services and facilities. The efforts under this focus area aim to enhance health and nutrition services at all levels of the healthcare systems by increasing awareness, contributing to infrastructure development, and encouraging community engagement to support the nation's efforts.

Water, environment and sanitation

The Company undertakes an integrated approach towards water, environment and sanitation by ensuring access to safe drinking water, implementing long-term plans for sustainable water resource management and enabling water security for domestic and agriculture usage in communities. JSW Foundation has designed need-specific solutions in order to increase the availability of drinking water for the communities.

Waste Management

JSW Foundation strives to improve existing waste management systems and generate awareness to move towards a circular economy. JSW Foundation is aligned to the government's Swachh Bharat Mission and focuses on reducing and eliminating the practice of mixed waste from its Direct Impact Zones (DIZ) villages and beyond.

Skills and livelihoods

The Company focuses on ground realities to increase the employability of youth and women in rural areas with innovative solutions and vocational trainings.

Agri-livelihoods

JSW Foundation efforts are aimed at sustainably enhancing incomes of individuals dependent on agriculture and allied sectors. The interventions aim to contribute to secure, inclusive and sustainable agricultural practices by working alongside farmers to increase production and income, encouraging methods among farmers through a variety of demonstration farms, trainings, and grassroots capacity development.

Art, Culture and Heritage

The Company has focused on developing a long-term preservation and restoration strategy to protect the country's heritage for future generations. Through active collaborations with organisations and initiatives that preserve and promote the art, culture, and heritage of India, JSW Foundation is involved in establishing art precincts, restoring heritage structures, and preserving history.

Promoting Sports

JSW Foundation is paving the way for the development of sports by focusing on offering comprehensive and integrated solutions for communities from infrastructure support, to ensuring adequate nutrition, training to coaches, to partnering with government bodies and other organisations for growth. JSW Foundation promotes sports and provide a strong support system for India's athletes to accomplish the vision of transforming India's sports trajectory.

Pursuant to the Ministry of Corporate Affairs (MCA) notification dated January 22, 2021 in CSR Rules, 2014, company has adopted a revised CSR policy in line with the above changes. The policy has been approved by the Company's Board of Directors and the same is available

on the website of the Company at <https://www.jswsteel.in/investors/jsw-steel-investor-information-corporate-social-responsibility-policy>

In view of the solid Foundation laid for the long-term projects in this fiscal and the envisioned scaling up of the on-going CSR projects, the Company shall strive to create value for all the stakeholders. The disclosure as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) is annexed to this Report as **Annexure C**.

10) Health and Safety

The organisational philosophy of Better Everyday inspires and guides the Company to continuously strive to make the workplace better and safer.

The Company is committed to providing a healthy and safe working environment for the employees, contractors, business associates and visitors on premises and community impacted by its operations. The Company aims to be compliant with all applicable health and safety legal requirements and the world-class Occupational Health and Safety (OHS) management systems are being implemented and maintained across locations.

The Safety performances have significantly improved across all the integrated steel plants. This progress is the result of initiatives such as the skill assessment of all contractual workmen, the stringent pre- and post-qualification of all contractors, and the implementation of incident reduction measures with strong leadership support at the plant level.

The British Safety Council has conferred the '**Sword of Honor**' for the Salem plant and a **5-star safety** rating for the Dolvi Plant. These accolades are a testament to the commitment to safety and the hard work and dedication of all employees in achieving this goal. JSW Steel has recently launched Process Safety Management initiatives at Vijayanagar plant following the successful implementation at Dolvi.

The safety experience centre at Vijayanagar has been a great success, and the Company is now establishing similar centres at Dolvi and other integrated steel plants.

A comprehensive Safety Vision has been formulated for the future, 'Vision 2030 - Zero Harm', which sets ambitious targets of achieving Zero Fatalities by 2025, Zero LTIs by 2027, and Zero Harm by 2030. JSW Steel has finalised the objectives and targets for all the plants during the recently concluded Annual Business Plan workshop.

By 2030, JSW Steel would strive to be recognised as the world's safest organisation, where the implementation of the "**highest standards of safety leads to greatest levels of productivity.**"

The three strategic focus areas for Health and Safety are "Effective Leadership, Robust Systems, and Competent Workforce."

1. Effective Leadership

JSW Steel strives to translate strong commitment to safety from top leadership to concrete actions, and ensures that safety is an integral part of the organisation's culture. This includes leading by example, promoting safety at all levels of the organisation, and providing the necessary resources to support safety initiatives.

2. Robust Systems:

JSW Steel continues to Implement and maintain robust safety systems that identify and mitigate potential hazards. This includes World's best recognised OHSMS ensuring effective safety audits, hazard assessments, and emergency preparedness & response.

3. Competent Workforce:

JSW Steel continues to ensure Right man for the Right Job during recruitment and provide comprehensive safety training to employees and ensure they have the necessary skills to perform their jobs safely. This includes skill assessment, Basic safety training, hazard recognition training, and activity/equipment-specific training.

With unwavering commitment and determination, the Company is confident that it will successfully march towards its 'Vision 2030 - Zero Harm'.

11) Human Resources

JSW Steel promotes a culture of excellence and invests time and resources to build up requisite skills in order to create an enabling work environment and adopt industry best practices. Well-being, diversity, inclusion, and overall employee growth are the important elements of the organisational culture.

JSW Steel is an equal opportunity employer, irrespective of gender, age, cast, religion or colour. The recruitment policy ensures that we have a diverse workforce that brings together people from various areas of expertise, cultures, age groups and so on. The company has devised a robust roadmap that allows to build an inclusive workforce with greater participation of women. Keeping in with the focus to encourage diversity in the workforce, JSW Steel aims to enhance its gender diversity mix to 15% by FY 2026-27 facilitated by JSW Diversity Council. In FY 2022-23, the Company deployed nine female dumper operators at Jajang Mines in Odisha after providing them with proper training of few months who have been working extremely well since then.

JSW Steel continues to be certified as the Great Place to Work® with strong overall levels of trust built through different policies and improvement in overall score. Sense of pride working for JSW Steel continues to be the strongest dimension.

JSW Steel continued to focus on building, nurturing and retaining a talented workforce during the year.

The Company believes in developing the skills of workforce in order to create a future ready organisation by providing educational and on-the-job training, in addition to safety and organisational policies' training. The Company invests in identification and development of leaders at different levels of the organisation through dedicated programs. Employee level wise capability development areas have been identified which are addressed through learning programs which follows blended delivery method. In terms of digital learning, LMS/learning platforms witnessed increased usage in FY 2022-23. To further improve adoption of digital learning platforms, a series of roadshows were launched across different locations.

Aligning with the JSW Steel's business strategy on Digitalisation, to improve productivity and process efficiency, the HR function is undergoing an exhaustive HR Transformation journey with an aim to transition seamlessly to a new age and data-driven HR organisation powered by digital tools and processes. HR processes were updated through cloud-based SaaS HR platform, Darwinbox which ties in a mobile first employee experience and increases technology penetration across the organisation. The platform provides a well-rounded employee experience that consolidates employee data, approvals, and hire to retire transactions at one place. Also, in terms of process digitisation, the grant to vesting lifecycle for ESOPs is administered through an online platform, ESOP Direct for 15,000+ employees.

Awards

- Recognised as Sustainability Champions five years in a row by World Steel Association for implementing significant sustainable measures in all the projects
- Received the 'Global Sustainability Leader Award' for excellence in sustainability innovation
- Received the Sustainability 100+ award for climate action
- Recognised with the India Corporate Governance & Sustainability Vision Award
- Recognised with the ESG award by Steel User Federation of India
- Received the 'ET Ascent Star of the Industry Award' for excellence in Sustainability Innovation
- JSW Steel received the Steelie Award in Excellence in Life Cycle Assessment category for the project 'Using LCA to evaluate the environmental performance of new product development and promotion'
- Certified as Great Place to Work and recognised as an employee-first organisation, continually evolving with innovative work culture practices

- Won Gold for Occupational Health and Safety Award'21 with 4.5 star for overall Occupational Health & Safety Management system
- Became a member of Worldsteel Sustainability Charter
- JSW Steel has joined the World Business Council for Sustainable Development
- Maintained its Leadership level and is a part of CDP A list for implementing a number of best practices under climate change
- Recognised as a Supplier Engagement Leader by CDP for implementation of current best practices

Other Awards

Vijayanagar

- Won the IIM National Sustainability Award for best quality, registering highest product development, profit making, human resources management, and environmental performances during the year.
- Won the "Golden Peacock Innovative Product / Service Award for the year 2023" for "Recycling of Plastics in Electric Arc Furnace".
- Bestowed with the coveted Golden Peacock Environment Management Award 2022 for working towards the well-being of society and significantly reducing environmental risks, and ecological scarcities.
- Won the National Award for Manufacturing Competitiveness 2022 for manufacturing excellence instituted by the International Research Institute for Manufacturing.

Dolvi

- Achieved "5 Star Award" from British Safety Council for best practices in Occupational Health, Safety and Wellbeing.
- Received the "International Safety Award" In Distinction Category from British Safety Council by competing with 647 applicants from 39 Countries across the globe.
- "Platinum Winner" Award from ICC Foundation in "4th ICC National OHS Award-2022".
- "Platinum Award" from Apex Foundation in "Apex OHS Award-2022".
- "2 Platinum Awards" in 5th CII National Safety Competition (for Manless LOCO Project and Project on Thermography Detection)
- "Occupational Health and Safety Award 2022" from OHSSAI Foundation.
- "HSE&S Leadership Award" presented to Mr. Ashish Chandra- President-Dolvi, Salav and Anjar Works for outstanding efforts to improve safety culture from OHSSAI Foundation.

- Received 11 prestigious "Ispat Suraksha Puraskar" awards from JCSSI for the period of 2021 and 2022.
- "Gold Award" from Grow Care India OHS award-2022.
- "20th Annual Greentech Safety India Award-2021" for outstanding achievements in Safety Excellence.
- "Safe-Tech Award-2022" for outstanding "Employee Training Campaign"
- Received "HSE Excellence" award in from prestigious "India HSE Summit Awards-2022" organised by Synnex Group.

Awards and Recognition on Environment:

- Dolvi Works has received CAP 2.0 Award (Climate Action Programme 2022), under the Category for Energy, Mining and Heavy Manufacturing Sector for outstanding Initiatives and achievement on Environment and Energy Management at JSW Steel Ltd., Dolvi
- Received Greentech Environment Awards 2022 for Environment Protection from Greentech Foundation
- Received 12th Exceed Environment Award 2022 in Steel Sector, Gold Category for outstanding achievement in Environment Management

Salem

- Won "Best Industry in Tamil Nadu" award organised by "Our Town - Our Pride" television show
- Won "Platinum award" in CII-IQ National Safety competition for the project from Safety team 'Improving the effectiveness of safety surveillance at JSW Steel'
- Received the "Award of Honor" from National Safety Council – Tamil Nadu
- Won 1st runner-up award by Annealing team in ISQ TOPS convention
- Received "Platinum award" for Environment Excellence and Eco Innovative Product category, "Gold award" for sustainability Excellence, Energy Efficiency category and Water Management category and Winner in the Environment Protection category, by Grow Care India
- 15 Teams won Gold awards in Chapter Convention on Quality Concepts (CCQC)
- Won IIM National Sustainability award in alloy steel category
- Won the "Best IMC Industry Partner Award" under public-private partnership (PPP) scheme by Government of Tamil Nadu
- Won "Best IMC Chairman" Award for Mettur ITI by Tamil Nadu Government
- Received the "Platinum Award" in the Apex India Safety award 2022 for the Occupational Health and Safety Excellence

- 2 teams (BRM and SMS) participated in ABK-AOTS DOSOKAI SMED competition and won First and Third category awards respectively
- Received the "Platinum Award" in the 4th ICC National OHS Awards 2022 for the excellence in the sphere of OHS
- Recognised with the prestigious award "Sword of Honor" by British Safety Council for its Occupational Health and Safety Management Excellence. JSW Salem works is the first integrated steel plant to be recognised with this award
- Won the "Occupational Health and Safety Excellence Gold Award" 2021-22 from Safety Engineers Association India (SEA INDIA) Recognised for its OHS Management
- 10 Teams participated and won Gold awards in International Convention on Quality Control Circles (ICQC)
- BLM team participated the MQH Best Practice competition conducted by IMC Ramakrishna Bajaj National Quality Award & won the Best Practice Trophy
- Received "Platinum Award" from the Sustainable Development Foundation at the 13th Exceed OHS award and Conference 2022 in the Steel Sector
- 8 Teams won the Par Excellence awards in National Convention on Quality Concepts (NCQC)
- Platinum Award for Safety Excellence in 2nd Green tech International EHS Awards 2023 – Green tech Foundation
- One team from SMS participated and won the Rhodium award in ABK AOTS Six Sigma competitions
- Two teams from Safety and Wagon Tippler participated in the Safety Health and Environment competition conducted by ABK AOTS and Safety team won Rhodium award and Wagon Tippler team won Silver award
- Winner in CII SR – EHS Excellence, runner up in CII SR – EHS Excellence award under EHS Innovation category and runner up in CII SR – EHS Excellence award under Health at Works category
- EHS Excellence award under Safe Employee and Safe Community category from CII and Worker Welfare award from CII during Tamil Nadu state meeting

BPSL

- Won Gold under manufacturing Category for presenting case study of Torpedo safety by SMS-1, Gold and Silver winner in innovation category, silver winner in innovative category at CII National Technology Competition
- Won six gold and one silver award in the 30th Chapter Convention on Quality Concepts (CCQC-

2022) organised by QCFI Rourkela chapter. The power plant was awarded as energy efficient unit in the captive power plant category in 23rd CII National Award for Excellence in Energy Management 2022.

- Honoured for holding the highest product licenses (29) with continuous 100% compliance on the Occasion of World Standards Day by the Utkal Chamber of Commerce & Industry and the Bureau of Indian Standard

JSW Steel Coated

- Apex India Green Leaf Awards 2022 in Metal and Mining Sector "Gold Award" in Environment Excellence and Energy efficiency at Kalmeshwar and Tarapur respectively
- Apex India Green Leaf Awards 2022 in Metal and Mining Sector "Platinum Award" in Environment Excellence, Tarapur
- Apex India Green Leaf Awards 2022 in Metal and Mining Sector "Gold Award" in Sustainability, Tarapur
- First position in India Green Award - FY 2022-23 for the Best Environment Practices, Kalmeshwar.

Corporate governance

1) Transfer to Reserves

The Board of Directors has decided to retain the entire amount of profit in the profit and loss account. Accordingly, the Company has not transferred any amount to the 'Reserves' for the year ended March 31, 2023.

2) Prospects

Management Discussion and Analysis, covering prospects, is provided as a separate section in the Integrated Report.

3) Management Discussion and Analysis

Management Discussion and Analysis is provided as a separate section in the Integrated Report.

4) Integrated Report

The Securities and Exchange Board of India (SEBI), in its circular dated February 6, 2017, had advised the top 500 listed companies (by market capitalisation) to voluntarily adopt Integrated Reporting (IR) from FY 2017-18.

The Company published its first Integrated Report the same year in line with the International Integrated Reporting Framework laid down by the International Integrated Reporting Council (IIRC). The framework pivots the Company's reporting approach around the paradigm of value creation and its various drivers.

It also reflects the Company's belief in sustainable value creation while integrating a balanced utilisation of natural resources and social development in its business decisions. An Integrated Report intends to give a holistic picture of an organisation's performance and prospects to the providers of financial capital and other stakeholders. It is thus widely regarded as the future of corporate reporting.

The previous Integrated Reports of the Company have been well-received by various stakeholders and have been recognised internationally for its disclosures. Over the past five years, the reporting approach of the Company has further evolved. Together with the integrated reporting framework, its disclosures have been mapped with other leading frameworks and guidelines.

These include:

- Global Reporting Initiative (GRI) Standards
- United Nations Sustainable Development Goals (UN SDGs)
- Carbon Disclosure Project (CDP)
- Principles under United Nations Global Compact (UNGC)
- National Guidelines on Responsible Business Conduct (NGRBC)

The necessary disclosures under these guidelines, together with the articulation of Company's approach to long-term value creation, has improved the Company's corporate reporting practices.

5) Corporate Governance Report

JSW Steel has complied with the requirements of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 regarding corporate governance. A report on the Company's Corporate Governance practices and the Auditors' Certificate on compliance of mandatory requirements thereof are given as an annexure to this Report and the same is also available on the website of the Company at <https://www.jswsteel.in/investors/>.

6) Business Responsibility/Sustainability Report

The Company is committed to pursuing its business objectives ethically, transparently and with accountability to all its stakeholders. It believes in demonstrating responsible behaviour while adding value to the society and the community, as well as ensuring environmental well-being from a long-term perspective.

SEBI vide its Notification dated December 26, 2019 and consequent amendments carried out to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has made the Business Responsibility and Sustainability Report (BRSR) applicable to the top 1,000 listed entities (by market capitalisation) for reporting on a voluntary basis for FY 2021-22 and on a mandatory basis from FY 2022-23. The Company is presenting the BRSR to the stakeholders of the Company as part of this Integrated Report.

As stated earlier in this Report, the current financial year marks the sixth year of the Company's transition

towards Integrated Reporting, focusing on the 'capitals approach' of value creation.

The sixth Integrated Report includes the Company's performance as per the IR framework for the period April 1, 2022 to March 31, 2023. The Company has also provided the requisite mapping of principles of the National Guidelines on Responsible Business Conduct to fulfil the requirements of the BRSR as per SEBI's directive as well as guidelines for integrated reporting and the Global Reporting Initiative (GRI). The Report which forms a part of the Annual Report, can along with all the related policies, be also viewed on the Company's website <https://www.jswsteel.in/investors/>.

7) Directors and Key Management Personnel

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Sajjan Jindal (DIN: 00017762), retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself for re-appointment. The proposal regarding his re-appointment is placed for approval by the Shareholders.

Mr. Seshagiri Rao M.V.S, Jt. Managing Director & Group CFO (DIN: 00029136) after an illustrious stint of over 25 years, superannuated from the services of the Company upon completion of his tenure on April 5, 2023, as a Whole-time Director, designated as Jt. Managing Director & Group CFO. Consequently, he has also stepped down from the Board as a Director w.e.f April 6, 2023. The Directors place on record their deep appreciation of the invaluable contribution made by him for the growth and success of the Company during his tenure on the Board of the Company.

Following the superannuation of Mr. Seshagiri Rao M.V.S, Mr. Jayant Acharya, Wholetime Director of the Company, who was designated as the Dy. Managing Director, was elevated and redesignated as the Jt. Managing Director & CEO of the Company w.e.f. May 19, 2023, by the Board of Directors at its meeting held on May 19, 2023, based on the recommendations of the Nomination and Remuneration Committee, following the change in his role and responsibilities.

Mr. Gajraj Singh Rathore (DIN: 01042232), who was appointed as an Additional Director, by the Board of Directors with effect from May 19, 2023, in terms of Section 161 of the Companies Act, 2013 and in terms of Article 123 of your Company's Articles of Association, holds office until the date of the ensuing Annual General Meeting. The Company has received a notice under Section 160 of the Companies Act, 2013 from a shareholder of the Company, proposing the name of Mr. Gajraj Singh Rathore for appointment as a Director of your Company.

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors

at its meeting held on May 19, 2023, has subject to the approval of the members, also approved the appointment of Mr. Gajraj Singh Rathore Rathore, as a Whole-time Director of the Company, designated as 'Chief Operating Officer', for a period of five years, with effect from May 19, 2023.

Mr. Harsh Charandas Mariwala (DIN: 00210342) and Mrs. Nirupama Rao (DIN: 06954879), who were appointed as Independent Directors of the Company, hold office for a term upto July 24, 2023 or upto the conclusion of the 29th Annual General Meeting of the Company in the calendar year 2023, whichever is earlier ("**first term**" in terms of Section 149(10) of the Companies Act, 2013 ("**the Act**").

Mr. Mariwala has informed the Company that on account of his pre-occupation, time commitments and other priorities, he does not wish to seek re-appointment as an Independent Director of the Company for a second term. Accordingly, Mr. Harsh Mariwala would cease to be an Independent Director on the Board of the Company and as Chairman of the Nomination & Remuneration Committee with effect from July 25, 2023. The Board

places on record its deep appreciation of the valuable services rendered by Mr. Harsh Mariwala during his tenure as Independent Director and as Chairman of the Nomination & Remuneration Committee.

The Board has after taking into account the recommendations of the Nomination & Remuneration Committee, recommended the re-appointment of Mrs. Nirupama Rao as an Independent Director on the Board of the Company, for a second term of upto July 24, 2028, to be put up to the members for their approval. The Company has also received a notice in writing from a member under Section 160(1) of the Act proposing her candidature for such office.

Approval of the shareholders for the proposals regarding the appointment / re-appointment of Mr. Gajraj Singh Rathore and Mrs. Nirupama Rao are being sought by way of a Postal Ballot.

Apart from changes as mentioned above, there were no changes in the Key Managerial Personnel of the Company during the year under review.

8) Particulars of Employees

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 are as under:

Named of the Director/Key Managerial Personnel	% Increase in remuneration over previous year	Ration to median Remuneration
Independent Directors*		
Dr. (Mrs) Punita Kumar Sinha	34.59%	6:1
Mr. Haigreve Khaitan	39.30%	7:1
Mr. Seturaman Mahalingam	46.14%	7:1
Mr. Harsh C. Mariwala	25.54%	6:1
Mrs. Nirupama Rao	30.75%	6:1
Ms. Fiona Jane Mary Paulus (w.e.f May 27, 2022) [#]	N.A.	6:1
Mr. Marcel Fasswal (w.e.f October 21, 2022) [#]	N.A.	3:1
Nominee Directors*		
Mr. Hiroyuki Ogawa Nominee of JFE Steel Corporation, Japan (Equity Investor & Foreign Collaborator)	38.45%	6:1
Dr. M.R.Ravi Nominee of KSIIDC (Equity Investor)	36.73%	6:1
Executive Directors /KMP**		
Mr. Sajjan Jindal Chairman & Managing Director***	0%	629:1
Mr. Seshagiri Rao MVS Joint Managing Director & Group CFO (upto April 5, 2023)	0%	147:1
Dr. Vinod Nowal Dy. Managing Director (upto 29 th April, 2022) [#]	N.A.	N.A.
Mr. Jayant Acharya Dy. Managing Director	21.14%	131:1
Mr. Rajeev Pai Chief Financial Officer	13.07%	N.A.
Mr. Lancy Varghese Company Secretary	28.07%	N.A.

[#]Since the remuneration of these Directors is only for part of the year, percentage increase in remuneration over previous is not provided.

* Remuneration to Independent and Nominee directors include Commission and Sitting Fee. Commission (Fixed and Variable) and Sitting Fees were increased vide resolution of the Board dated. 22nd May,2022.

**Executive Directors Remuneration includes taxable perquisite from ESOP

***Chairman and Managing Director's remuneration includes Commission

- (ii) The median remuneration of employees of the Company during the financial year was ₹8.17 lacs.
- (iii) In the Financial year, there was an increase of 12.59% in the median remuneration of employees;
- (iv) There were 13,880 permanent employees on the rolls of Company as on March 31, 2023;
- (v) Average percentage increase made in the salaries of employees other than the managerial personnel in FY 2022-23 and its comparison with the percentile increase in managerial remuneration and justification thereof and whether there are any exceptional circumstances for increase in the managerial remuneration:
 - Average percentage increase in the managerial remuneration - 12.45%
 - Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year - 11.71%
- (vi) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given in Annexure E to this Report. Further, the report and the accounts are being sent to the Members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection and any Member interested in obtaining a copy of the same may write to the Company Secretary.

9) Policy on Directors' Appointment and Remuneration

Matching the needs of the Company and enhancing the competencies of the Board are the basis for the Nomination and Remuneration Committee to select a candidate for appointment to the Board.

The current policy is to have a balanced mix of executive and non-executive Independent Directors to maintain the independence of the Board and separate its functions of governance and management. As on March 31, 2023, the Board of Directors comprised 12 Directors, of which nine are non-executive, including two Nominee Directors. The number of Independent Directors is seven including three women directors.

The policy of the Company on Directors' appointment, including criteria for determining qualifications, positive attributes, independence of a Director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is governed by the Nomination Policy. The remuneration paid to the directors is in accordance with the remuneration policy of the Company.

More details on the Company's policy on director's appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report, which forms a part of this report.

10) Declaration of Independence of Directors

The Company has received necessary declaration from each of the Independent Directors under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as independent Directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. In terms of Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all Independent Directors of the Company have enrolled themselves on the Independent Directors' Databank as on the date of this Report and will undergo the online proficiency self-assessment test within the specified timeline unless exempted under the aforesaid Rules.

11) Board Evaluation

The Board carried out an annual performance evaluation of its own performance, the performance of the Independent Directors individually as well as the evaluation of the working of the Committees of the Board. The performance evaluation of all the Directors was carried out by the Nomination and Remuneration Committee. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. Details of the same are given in the Report on Corporate Governance annexed hereto.

12) Auditors and Auditors' Report

(A) STATUTORY AUDITORS AND AUDIT REPORT

Members of the Company at the 28th AGM held on July 20, 2022, approved the re-appointment of, M/s. S R B C & CO. LLP, Chartered Accountants (ICAI Registration No. 324982E / E300003), as the statutory auditors of the Company for a second term of five years to hold office commencing from the conclusion of the 28th AGM until the conclusion of 33rd AGM of the Company to be held in the calendar year 2027.

The Notes on financial statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditor's Report for the year under review does not contain any qualification, reservation, adverse remark, or disclaimer.

The Statutory Auditors have not reported any instance of fraud committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

(B) COST RECORDS AND COST AUDITOR

Pursuant to Section 148(1) of the Companies Act, 2013 the Company is required to maintain cost records as specified by the Central Government and accordingly such accounts and records are made and maintained.

Pursuant to Section 148(2) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Company is also required to get its cost accounting records audited by a Cost Auditor. Accordingly, the Board, at its meeting held on May 19, 2023 has on the recommendation of the Audit Committee, re-appointed M/s. Shome & Banerjee, Cost Accountants to conduct the audit of the cost accounting records of the Company for FY 2023-24 on a remuneration of ₹18,50,000 plus taxes as applicable and reimbursement of actual travel and out-of-pocket expenses. The remuneration is subject to the ratification of the Members in terms of Section 148 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and is accordingly placed before the Members for ratification. The due date for filing the Cost Audit Report of the Company for the financial year ended March 31, 2022 was September 30, 2022 and the Cost Audit Report was filed in XBRL mode on August 19, 2022.

(C) SECRETARIAL AUDITOR AND SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s. S. Srinivasan & Co., a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for the FY 2022-23. The Report of the Secretarial Audit is annexed herewith as Annexure B. The report does not contain any observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

The Board, at its meeting held on May 19, 2023, has re-appointed M/s. S. Srinivasan & Co., as Secretarial Auditor, for conducting Secretarial Audit of the Company for FY 2023-24.

Secretarial Audit of Material Unlisted Indian Subsidiary

a) JSW Steel Coated Products Limited

M/s. Vanita Sawant & Associates, Practicing Company Secretaries, had undertaken secretarial audit of the Company's material subsidiary i.e., JSW Steel Coated Products

Limited for the FY 2022-23. The Audit Report confirms that the material subsidiary has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances. As per the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Report of the Secretarial Audit is annexed herewith as Annexure B 1.

b) Bhushan Power & Steel Limited

M/s. S. Srinivasan & Co., Practicing Company Secretaries, had undertaken secretarial audit of the Company's material subsidiary i.e., Bhushan Power & Steel Limited (BPSL) for the FY 2022-23. The Audit Report confirms that the material subsidiary has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances. As per the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Report of the Secretarial Audit is annexed herewith as Annexure B 2.

Annual Secretarial Compliance Report

During the period under review, the Company has complied with the applicable Secretarial Standards notified by the Institute of Company Secretaries of India. The Company has also undertaken an audit for the FY 2022-23 pursuant to SEBI Circular No. CIR/CFD/CMO/1/27/2019 dated February 8, 2019 for all applicable compliances as per the Securities and Exchange Board of India Regulations and Circular/ Guidelines issued thereunder. The Report (Annual Secretarial Compliance Report) has been submitted to the Stock Exchanges on May 22, 2023 which is within 60 days of the end of the financial year ended March 31, 2023.

13) Risk Management

The Company follows the globally recognised 'COSO' framework of Enterprise Risk Management (ERM). ERM brings together the understanding of the potential upside and downside of all those factors which can affect the organisation with an objective to add maximum sustainable value to all the activities of the organisation and to various stakeholders.

The Company recognises that the emerging and identified risks need to be managed and mitigated to-

- protect its shareholders and other stakeholder's interest,
- achieve its business objective and
- enable sustainable growth.

Pursuant to the requirement of Regulation 21 of the Securities and Exchange Board of India (Listing

Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013, the Company has Risk management framework in place. It has constituted a sub-committee of Directors to oversee Enterprise Risk Management framework to ensure resilience such that –

- Intended risks are taken prudently so as to plan for the best and be prepared for the worst
- Execution of decided strategies and plan with focus on action
- Unintended risks like performance, incident, process and transaction risks are avoided, mitigated, transferred (like in insurance) or shared (like through sub-contracting). The probability or impact thereof is reduced through tactical and executive management, policies, processes, inbuilt systems controls, MIS, internal audit reviews etc.

The Committee has framed the Risk Management Policy of the Company that is approved by the Board.

14) Internal Controls, Audit and Internal Financial Controls

The Company has a robust system of internal control, commensurate with the size and nature of its business and complexity of its operations.

Internal control: The system of internal control includes following significant features.

- Preparation of annual budgets and its regular monitoring.
- Control over transaction processing and ensuring integrity of accounting system by deployment of integrated ERP system.
- Well documented authorisation matrix, policies, procedures and guidelines covering all important operations of the Company.
- Deployment of compliance tool to ensure compliance with laws, regulations and standards.
- Ensuring reliability of financial information by testing of internal financial controls over reporting by internal auditors and statutory auditors.
- Adequate insurance of the Company's assets / resources to protect against any loss.
- A comprehensive Information Security Policy and continuous updation of IT systems.
- Oversight by Board appointed Audit Committee which comprises Independent Directors who are experts in their field.

The Audit Committee regularly reviews audit plans, significant audit findings, adequacy of internal controls and monitors implementation of audit recommendations.

Internal audit

The Company has a strong and independent internal audit function that inculcates global best standards and practices of international majors into the Indian operations. Internal Audit Dept consists of professionally qualified accountants and engineers. The Chief Internal

Auditor reports directly to Chairman of Audit Committee. Internal Audit Dept. has successfully integrated the COSO framework in its audit process to enhance the quality of its financial reporting, compatible with business ethics, effective controls and governance.

The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps. The internal audit team has access to all information in the organisation – this is largely facilitated by ERP implementation across the organisation.

Audit plan and execution

At start of the year, Internal Audit Department prepares an Annual Audit Plan after considering Business and Process Risks. The frequency of the audit is decided by risk ratings of areas/functions. The audit plan is carried out by the internal team and reviewed periodically to include areas that have assumed significant importance in line with the emerging industry trend and the aggressive growth of the Company. In addition, the Company uses services of external expert firms including reputed accounting firms to conduct audit of critical areas.

Internal financial controls

As per Section 134(5)(e) of the Companies Act 2013, the Directors have an overall responsibility for ensuring that the Company has implemented a robust system and framework of internal financial controls.

The Company had already developed and implemented a framework for ensuring internal controls over financial reporting. This framework includes entity-level policies, processes controls, IT General Controls and Standard Operating Procedures (SOP).

The entity-level policies include antifraud policies (such as code of conduct, conflict of interest, confidentiality and whistle blower policy) and other policies (such as organisation structure, insider trading policy, HR policy, IT security policy, treasury policy and business continuity and disaster recovery plan). The Company has also prepared risk control matrix for each of its processes such as procure to pay, order to cash, hire to retire, treasury, fixed assets, inventory, manufacturing operations, etc.

These internal controls are reviewed by Internal and Statutory Auditors every year. The company has carried out evaluation of design and effectiveness of these controls and noted no significant material weaknesses or deficiencies which can impact financial reports.

15) Fixed Deposits

The Company has not accepted any fixed deposits from the public. Therefore, it is not required to furnish information in respect of outstanding deposits under Non-banking, Non-financial Companies (Reserve Bank) Directions, 1966 and Companies (Accounts) Rules, 2014.

16) Share Capital

The Company's Authorised Share capital during the financial year ended March 31, 2023, remained at ₹9015,00,00,000 (Rupees Nine Thousand Fifteen crore only) consisting of 6015,00,00,000 (Six Thousand Fifteen crore only) equity shares of ₹1/- (Rupee One only) each and 300,00,00,000 (Three Hundred crore) preference shares of ₹10/- (Rupees Ten only) each.

The Company's paid-up equity share capital remained at ₹241,72,20,440 comprising 241,72,20,440 equity shares of ₹1 each whereas the paid-up preference share capital of the Company for the financial year ending March 31, 2023 was Nil.

17) Foreign Currency Bonds

As on March 31, 2023, the outstanding Notes issued by the Company are aggregating to \$1.90 billion and outstanding Notes issued by the Company's subsidiary are aggregating to \$790 million. The outstanding Notes issued in the international market are listed on the Singapore Exchange Securities Trading Limited (the "SGX-ST").

18) Issuance of Non-Convertible Debentures

During the year under review, the Company issued and allotted 8.25% Rated, Listed, Unsecured, Redeemable, Non-Convertible Debentures (NCDs) of ₹10 lakh each of the Company, aggregating to ₹875 crore (Rupees Eight Hundred and Seventy Five crore) and 7.85% Rated, Listed, Unsecured, Redeemable, Non-Convertible Debentures of ₹1 lakh each of the Company, aggregating to ₹1,500 crore (Rupees One Thousand Five Hundred crore) to Investors on private placement basis.

As on March 31, 2023, the outstanding NCDs issued by the Company aggregate to ₹11,715 crore. All the outstanding NCDs are listed on BSE Limited.

19) Credit Rating

In June 2022, Moody's Investors Service has upgraded JSW Steel's Corporate Family Rating (CFR) and its senior unsecured notes rating to Ba1 from Ba2 with Stable Outlook. At the same time, Moody's has also upgraded the guaranteed backed senior unsecured rating on Periana Holdings LLC and the rating on the \$40 million guaranteed revenue bonds issued by Jefferson County Port Authority to Ba1 from Ba2 with Stable Outlook.

In May 2022, Fitch Ratings has upgraded the Company's Issuer Default Rating (IDR) to 'BB' from 'BB-'. The Outlook is Stable. The agency has also upgraded the rating on the outstanding bonds of the Company and its subsidiary Periana Holdings, LLC, to 'BB' from 'BB-'.
In February 2023, CARE Ratings Ltd has reaffirmed the Company's Issuer Rating and rating for Long Term Bank Facilities and Non-Convertible Debentures to "CARE AA"; with Stable Outlook and has reaffirmed the ratings for the Short-Term Bank facilities and Commercial Paper at "CARE A1+".

In February 2023, ICRA Limited Ltd has reaffirmed the Company's rating for Long Term Bank Facilities and Non-Convertible Debentures to "[ICRA] AA"; Stable Outlook and has reaffirmed the ratings for the Short-Term Bank facilities and Commercial Paper at "[ICRA] A1+".

In March 2023, India Ratings and Research has re-affirmed the Company's Long-Term Issuer Rating at 'IND AA' with Stable Outlook.

20) Employee Stock Ownership Plan

The Board of Directors of the Company, at its meetings held on January 29, 2016 and May 21, 2021, formulated the JSWSL Employees Stock Ownership Plan - 2016 ("ESOP 2016 Plan") and the Shri. OP Jindal Employees Stock Ownership Plan (JSWSL) - 2021 ("OPJ ESOP Plan") respectively, to be implemented through the JSW Steel Employees Welfare Trust (Trust), with an objective of enabling the Company to attract and retain talented human resources by offering them the opportunity to acquire a continuing equity interest in the Company, which will reflect their efforts in building the growth and the profitability of the Company. These ESOP Plans involve acquisition of shares from the secondary market.

ESOP 2016 Plan:

A total of 2,86,87,000 (Two Crore Eighty-Six Lakh Eighty-Seven Thousand) options were available for grant to the eligible employees of the Company and its Director(s), excluding Independent Directors and promoter Directors, and a total of 31,63,000 (Thirty-One Lakh Sixty Three Thousand) options were available for grant to the eligible employees of the Indian Subsidiaries of the Company and their Director(s), excluding Independent Directors, under the ESOP 2016 Plan.

As against this, 1,59,44,271 options have been granted over a period of three years under this plan by the JSWSL ESOP Committee to the eligible employees of the Company and its Indian subsidiaries, including the Whole-time Directors of the Company.

OPJ ESOP Plan:

Also a total of 47,00,000 (Forty-Seven lakh only) options were available for grant to the eligible employees of the Company and its Director(s), excluding Independent Directors and promoter Directors, and a total of 3,00,000 (Three lakh only) options were available for grant to the eligible employees of the Indian Subsidiaries of the Company and their Director(s), excluding Independent Directors, under the OPJ ESOP Plan.

As against this, 13,35,285 and 16,10,800 options have been granted during FY 2021-22 and FY 2022-23, respectively under this plan by the JSWSL ESOP Committee to the eligible employees of the Company and its Indian Subsidiaries, including the Whole-time Directors of the Company.

The details of the options granted to Whole-time Directors of the Company is as given in the table below.

The grant of options to the Whole-time Directors of the Company has been approved by the Nomination and Remuneration Committee and the Board.

JSWSL ESOP Committee Meeting	Total No. of options granted	No. of Options Granted to Whole-time Directors (WTD) of the Company					
		Mr. Seshagiri Rao M.V.S #		Mr. Jayant Acharya		Mr. Gajraj Singh Rathore (w.e.f. May 19, 2023)	
		ESOP 2016 Plan	OPJ ESOP Plan	ESOP 2016 Plan	OPJ ESOP Plan	ESOP 2016 Plan	OPJ ESOP Plan
May 17, 2016 (1 st Grant)	74,36,850	1,92,680	--	1,79,830	--	1,41,300	--
May 16, 2017 (2 nd Grant)	51,18,977	1,27,968	--	1,19,436	--	1,02,374	--
May 15, 2018 (3 rd Grant)	33,88,444	87,841	--	81,985	--	76,129	--
Total	1,59,44,271*	4,08,489	--	3,81,251	--	3,19,803	--
August 7, 2021 (1 st Grant)	13,03,401	--	11,667	--	11,667	--	11,667
January 31, 2022 (1 st Supplementary grant)	8,900	--	--	--	--	--	--
March 31, 2022 (2 nd Supplementary grant)	22,984	--	--	--	--	--	--
August 7 th , 2022 (2 nd Grant)	16,03,300	--	12,700	--	12,700	--	12,700
March 27, 2023 (Supplementary Grant)	7,500	--	--	--	--	--	--
Total	29,46,085**	--	24,367	--	24,367	--	24,367

* ESOP 2016 Plan ** OPJ ESOP Plan, # ceased to be WTD w.e.f April 6, 2023

The applicable disclosures relating to ESOP plan of 2016 and 2021, as stipulated under the ESOP Regulations, pertaining to the year ended March 31, 2023, is posted on the Company's website at <http://www.jsw.in/investors/investor-relations-steel> and forms a part of this Report.

Voting rights on the shares, if any, as may be issued to employees under the aforesaid ESOP Plans are to be exercised by them directly or through their appointed proxy, hence, the disclosure stipulated under Section 67(3) of the Companies Act, 2013 is not applicable.

There is no material change in the aforesaid ESOP Plans and the same are in compliance with the ESOP Regulations.

The Certificate from the Secretarial Auditors of the Company certifying that the Company's Stock Option Plans are being implemented in accordance with the ESOP Regulations and the resolutions passed by the Members, would be available for inspection during the meeting in electronic mode and the same may be accessed upon login to <https://evoting.kfintech.com>.

21) SHRI. OP JINDAL SAMRUDDHI PLAN - 2021

JSWSL Shri. O.P. JINDAL SAMRUDDHI PLAN 2021 ("JSWSL OPJ Samruddhi Plan 2021 / Plan") was approved by a special resolution passed by the shareholders of the Company on July 21, 2021. The Plan is a one-time scheme applicable only for permanent employees of the Company and its Indian Subsidiaries, working in India (excluding a probationer and a trainee) in the grade L01 to L15 ("Eligible Employees"), who are not covered under the Shri. OP Jindal Employees Stock Ownership Plan (JSWSL) - 2021.

Grant of stock options under the Plan shall be as per the terms and conditions as may be decided by the ESOP Committee from time to time in accordance with

the provisions of Companies Act, 2013, the rules made thereunder and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("ESOP Regulations"). The Plan implemented through the JSW Steel Employees Welfare Trust ("ESOP Trust") involves acquisition of equity shares of the Company from the secondary market for this purpose.

A total of 67,00,000 options were available for grant to the eligible employees of the Company and a total of 13,00,000 options were available for grant to the eligible employees of the Indian Subsidiaries of the Company, under the Plan.

As against this, 79,09,150 and 15,700 options have been granted during FY 2021-22 and FY 2022-23 under this plan by the JSWSL ESOP Committee to the eligible employees of the Company and its Indian Subsidiaries, respectively.

22) Directors' Responsibility Statement

Pursuant to the requirements under Section 134, sub-section 3(c) and sub-section 5 of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state and confirm that:

- In the preparation of the annual accounts, the applicable Accounting Standards have been followed, along with proper explanation relating to material departures.
- Such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent to give a true and fair view of the Company's state of affairs as on March 31, 2023 and of the Company's profit or loss for the year ended on that date.
- Proper and sufficient care has been taken for the maintenance of adequate accounting records, in accordance with the provisions of the Companies

Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- d) The annual financial statements have been prepared on a Going Concern Basis.
- e) Internal financial controls were laid down to be followed and that such internal financial controls were adequate and operating effectively.
- f) Proper systems were devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

23) Related Party Transactions

All Related Party Transactions (RPT) that were entered into during the financial year were at arm's length basis and predominantly in the ordinary course of business except as stated in AOC 2 (Annexure D). Specific approvals as required under the Companies Act 2013 has been obtained for transactions that are not in the ordinary course of business.

The policy on dealing with RPT as approved by the Board is uploaded on the Company's website (<https://www.jsw.in/investors/investor-relations-steel>).

SEBI carried out amendments to the SEBI (LODR) Regulations, 2015 (SEBI Listing Regulations) vide SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021 wherein certain amendments to come into force from April 1, 2022 and remaining from April 1, 2023.

Regulation 23(4) states that all RPTs with an aggregate value exceeding ₹1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall be treated as Material Related Party Transaction (MRPTs) and shall require approval of shareholders by means of an ordinary resolution. The provisions of Regulations 23(4) requiring approval of the shareholders are not applicable for the RPTs entered into between a holding company and its wholly owned subsidiary and RPT transactions entered into between two wholly-owned subsidiaries of the listed holding company, whose accounts are consolidated with such holding company and placed before the shareholders at the general meeting for approval.

The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. The amended Regulation 2(1) (zc) of the SEBI Listing Regulations has also enhanced the definition of related party transactions which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not. Further, any transaction between the Company or any of its subsidiaries on one

hand, and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries would be considered as RPTs regardless of whether a price has been charged.

Accordingly, RPTs of the Company and RPTs of the subsidiary entities exceeding the threshold of ₹1,000 crore shall require approval of the Shareholders of the Company with effect from April 1, 2022.

The Related Party Transactions Policy of the Company can be accessed on the Company's website as mentioned above.

The policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties. This policy specifically deals with the review and approval of RPT, keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All RPTs are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for RPT that are of repetitive nature and / or entered in the ordinary course of business and are at arm's length. All RPT are subjected to independent review by a reputed accounting firm to establish compliance with the requirements of RPT under the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The details of the RPTs, required to be disclosed under Section 134(3)(h) read with Section 188(2) of the Companies Act, 2013 entered into during the year by the Company as per the policy on RPTs, is given in prescribed Form AOC 2 as **Annexure D** to this Report.

Please refer to Note No 44 to the Standalone financial statements, which sets out related party disclosures.

24) Subsidiaries, Joint Ventures and Associates

The Company has 42 subsidiary companies, 13 joint venture companies and an associate company as on March 31, 2023. During the year under review, the Board of Directors reviewed the affairs of material subsidiaries. There has been no material change in the nature of the business of the subsidiaries.

The Company has, in accordance with Section 129(3) of the Act prepared Consolidated Financial Statements of the Company and all its subsidiaries, associates and joint ventures which form part of the Integrated Report. Further, the report on the performance and financial position of each subsidiary, associate and joint venture and salient features of their Financial Statements is forming part of the consolidated financial statements in the prescribed Form AOC-1.

In accordance with the provisions of Section 136 of the Act and the amendments thereto, read with the SEBI Listing Regulations the audited financial statements, including the consolidated financial statements and related information of the Company and financial

statements of the subsidiary companies are available on the website at www.jswsteel.in.

The names of companies that have become or ceased to be subsidiaries, joint ventures and associates during the year under review are as follows:

The names of companies which have become Subsidiaries or Joint Ventures or Associate Companies during the FY 2022-23:

S.No.	Name of the Company
Subsidiaries	
1.	Chandranitya Developers Limited (with effect from 4 November 2022)
2.	NSL Green Steel Recycling Limited (with effect from 5 July 2022 till 4 December 2022)
Joint Ventures	
1.	NSL Green Steel Recycling Limited (with effect from 5 December 2022)
2.	Ayena Innovations Private Limited (with effect from 10 March 2023)
Associates	
1.	JSW Renewable Energy (Vijayanagar) Limited (with effect from 9 April 2022)

The names of companies which have ceased to become Subsidiaries during the FY 2022-23:

S.No.	Name of the Company
Subsidiaries	
1.	Santa Fe Mining (till 31 August 2022)
2.	Santa Fe Puerto S.A. (till 31 August 2022)
3.	Hasaud Steel Limited*
4.	Asian Color Coated Ispat Limited*

* During FY 2022-23, Hasaud Steel Limited ('HSL') and Asian Color Coated Ispat Limited ('ACCIL') amalgamated into and with JSW Steel Coated Products Limited ('JWSCPL') pursuant to the Order dated January 5, 2023, of the Hon'ble National Company Law Tribunal, Mumbai Bench. The said Amalgamation is effective February 24, 2023.

25) Disclosures

(A) NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year, five Board Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Regulations 17 of the Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulation, 2015.

(B) AUDIT COMMITTEE

Pursuant to the reconstitution of the Audit Committee by the Board in its meeting held on 21.10.2022, The Audit Committee comprises of three Non-Executive Independent Directors. Mr. Seturaman Mahalingam is the Chairman of the Audit Committee. The Members possess adequate knowledge of Accounts, Audit, Finance, etc. The composition of the Audit Committee meets the

requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. There are no recommendations of the Audit Committee that have not been accepted by the Board.

(C) COPY OF ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3) (a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 are placed on the website of the Company and is accessible at the web-link: <http://www.jsw.in/investors/investor-relations-steel>.

(D) WHISTLE BLOWER POLICY / VIGIL MECHANISM

The Company has a vigil mechanism named Whistle Blower Policy / Vigil Mechanism to deal with instances of fraud and mismanagement, if any. Details of the same are given in the Corporate Governance Report.

(E) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SEC. 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

(F) DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant or material orders passed by the Regulators/ Courts/ Tribunals that could impact the going concern status of the Company and its future operations.

However, Members' attention is drawn to the statement on contingent liabilities, commitments in the notes forming part of the Financial Statements.

(G) PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo, is given in the statement annexed (Annexure A) hereto and forms a part of this Report.

(H) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace

(Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) are covered under this policy. The Company has also complied with the provisions related to constitution of Internal Complaints Committee (ICC) under the said Act to redress complaints received regarding sexual harassment. The Company has not received any complaint pertaining to sexual harassment during FY 2022-23.

(I) OTHER DISCLOSURES / REPORTING

The Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions pertaining to these items during the year under review:

- 1) Details relating to deposits covered under Chapter V of the Companies Act, 2013.
- 2) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- 3) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except ESOPs referred to in this Report.

- 4) Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

26) Acknowledgment

The Directors take this opportunity to express their appreciation for the cooperation and assistance received from the Government of India, Republic of Chile, Mauritius, Mozambique, Italy, the US and the UK, the State Governments of Karnataka, Maharashtra, Tamil Nadu, Odisha, Gujarat, West Bengal and Jharkhand and the financial institutions, banks as well as the shareholders and debenture holders during the year under review. The Directors also wish to place on record their appreciation of the devoted and dedicated services rendered by all employees of the Company.

For and on behalf of the Board of Directors

Place: Mumbai
Date: May 19, 2023

Sd/-
Sajjan Jindal
Chairman

ANNEXURE - A TO DIRECTORS' REPORT

INFORMATION IN ACCORDANCE WITH THE PROVISIONS OF SECTION 134(3)(m) OF THE COMPANIES ACT, 2013, READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014 REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A. Energy Conservation

In FY 2022-23, in sync with JSW Steel's sustainability vision and goals, the Company continued to focus on energy efficiency measures. The Company deployed several initiatives and technological interventions to conserve energy and use renewable sources of energy. The Energy management function implements global best practices in order to plan and implement some of the relevant best practices to enhance energy efficiency in operations.

Steps Taken for Energy Conservation:

Vijayanagar

- Generated 16 MW of power from Blast Furnace Top Pressure Recovery Turbine (TRT).
- Produced 31.3 TPH of steam from sinter cooler waste heat recovery boiler.
- Achieved 120 TPH of process steam generation through by-product gas fired boilers.
- Supplied by-product gas to power plants generating ~248 MW of power.
- Increased micro pellet usage in Sinter Plant by ~7 kg/tp and return fines usage in Blast Furnace by ~4 kg/tp, enabling reduction of solid fuel and flux consumption.
- Installed Waste Gas Heat Recovery (WHRS) in Blast Furnace and implemented an online stove optimization model, improving efficiency, and reducing stove heat rate by ~18%
- Raised hot charging percentage in HSM-1 RHF by ~6%, reducing gaseous fuel rate.
- Replaced old boilers with new ammonia heat recovery boilers, increasing steam generation.
- Implemented sequential governing mode in CPP 3 and 4, achieving energy savings of 4-12 kcal/kWh.
- Addressed reheater spray control valve passing at CPP 3 and 4, reducing heat rate losses by 5 kcal/kWh.

Dolvi

- Dolvi works replaced Natural Gas (NG) with Coke Oven Gas (COG) at various production facilities within the plant, cumulatively reducing NG usage by ~81,000 KSm³.

- Optimized processes to reduce Sponge Iron Plant (SIP) heat rate by ~4%.
- Commissioned Captive Power Plant (CPP) #3, increasing power generation by 175 MW.
- Installed LD gas holder to recover 90 Nm³/tIs LD Gas, increasing power generation by 31 MW.
- Commissioned CPP 2, increasing power generation by 60 MW, and reducing Waste Heat Recovery Boiler HP steam venting.
- Increased Pulverised Coal Injection (PCI) in Blast Furnace up to 190 Kg/thm, reducing solid fuel usage.
- Commissioned LD Converter Waste Heat Recovery Boiler, generating 75 TPH of steam.

Salem

- Installed MV drive in CPP boiler feed water pump, reducing power consumption by 894 MWh.
- Optimized EOF ID Fan Drive speed, reducing power consumption by 1192 MWh.
- Installed drive in Plant Makeup Water Pump, reducing power consumption by 367 MWh.
- Optimized Steam Turbine Generator (STG) auxiliary cooling water system operation, reducing power consumption by 197 MWh.
- Installed drive in secondary mixing drum in Sinter Plant, reducing power consumption by 124 MWh.
- Met instrument air requirement in CPP by running one compressor for all three units, resulting in energy savings of 89 Gcal.

Steps taken by the Company for utilising alternate sources of Energy:

Vijayanagar

The Company has started utilising solar power with the commissioning of 225 MW Renewable Solar power at Vijayanagar by JSW Renewable Energy Vijayanagar Limited, a subsidiary of JSW Energy Limited resulting in reduction of steam coal consumption.

Dolvi

Innovated and implemented a solution to the problem of low heating value in the LD gas by adding coke oven gas to increase the hydrocarbon content. This resulted in better furnace heating and improved gas mixing, ultimately leading to a savings in coke oven gas at the mixing station and an increase in power generation by 17 MWh. This solution displayed how a simple adjustment in gas mixing can have a significant impact on energy efficiency and cost savings.

Salem

Initiated co-firing Biomass in coal based boiler of 4~5% which helped reduce thermal coal usage. JSW Steel has signed power purchase agreement with a subsidiary of JSW Energy Limited for purchase of 38 MW of wind energy which will replace around 12% of thermal energy consumption enhancing environmental sustainability.

B. Research and Development (R&D)

1. Specific areas in which R&D activities were carried out by the Company

Research and Development (R&D) activities at JSW Steel involve new Process and Product development, process improvements for maximisation of quality, cost and energy optimisation, waste utilisation and conservation of natural resources.

The key focus areas include:

- Optimisation of resource utilisation.
- Quality and productivity improvements and cost optimisation through process efficiency improvements.
- Product development, customisation and new applications.
- Recycling and reuse of process waste and conservation of natural resources.
- Developing technology for treating low grade iron ores, dry beneficiation of iron ores, and demonstration of pilot scale facilities.
- New application developments and promotion of slag usage in the country.
- New process technology development for process intensification and productivity.

JSW Steel R&D is actively involved in Industry-Institute partnership and has initiated several collaborative projects with leading academic and research institutes in India - IIT Bombay, NIT Surathkal, MNIT Jaipur, CRRRI New Delhi, IARI New Delhi, CSIR-NML Jamshedpur, CSIR-IMMT Bhubaneswar, University of Agricultural Sciences Bengaluru, Nalco water India Pvt. Ltd. Pune, BASF SE Germany, etc.

2. Benefits derived as a result of R&D efforts

A) VIJAYANAGAR

Key Projects Completed

- i) Development of Dry Beneficiation process for iron ore: The developed process reduces the water consumption and increases the recycling of tailings.
- ii) Development of Beneficiation technology for BHQ/BHJ iron ores: This technology will increase the usage of low-grade iron ores for sustainable iron making process.
- iii) Advanced process control (APC) system to enhance the efficiency of balling disc at pellet plant-2: In pellet plant-2, advanced process control (APC) system is being used to calculate the green pellet size distribution (PSD) and control the disc speed and feed rate of balling disc. After optimisation, standard deviation of pellets in the size range 12.5-16 mm decreased from 11% to 8% which indicates improved performance of the APC system and improvement in windbox recuperation fan pressure.
- iv) Development of Coke Quality Prediction Model using ANN: This model will help in reducing the physical testing and avoid deviations in quality. The model is able to predict the coke properties.
- v) Recycling of DRI sludge as coolant in SMS through briquetting: This attempt increases the solid waste recycling and improves the Fe content in coolant at SMS resulting in increase in both Fe (metallic) & Fe (total) by 1% in mill scale briquettes due to Direct Reduced Iron (DRI) sludge addition.
- vi) Developed strategies for Increased pellet proportion in BF: increases the productivity and reduces the fuel consumption.
- vii) Injection of LD Slag fines in Blast Furnace helps in recycling steel slag and improves hot metal quality. The lower Silicon monoxide generation reduces the Silicon conversion in hot metal.
- viii) Developed India's first advanced corrosion resistant Zn-Al-Mg coated steel having warranty: Suitable for solar panels and other critical applications having high corrosion resistant properties, requiring cut edge protection and guaranteed life of longer period.
- ix) Machine learning based property prediction models have been developed and deployed for ACL, Continuous Annealing Line (CAL) and SP-3: These models help in reduced deviations/defects in properties by immediate corrective action, faster dispatch decisions, avoids waiting for testing results and reduced sampling, thereby improving yield and better operational performance.
- x) Commissioned World's first Steel Slag Sand Plant of 800 TPD capacity: This new steel slag sand provides an eco-friendly alternative to river sand. This development will avoid the dumping of steel slag.
- xi) Established use of steel slag fines as soil conditioners in agriculture applications through field trials at different locations in

Karnataka: Application of varied levels of BOF and Laddle Heating Furnace (LHF) slag significantly increased the plant height and biomass yield of maize over control samples in all the soils.

- xii) Developed Computational Fluid Dynamics (CFD) based model for RH-Degasser, which helps in improving the process efficiency and life of refractories.

New products developed & Import substitution:

Development of new generation high strength steels mainly for automotive and electrical applications have been the major focus at JSW Vijayanagar works. The developments include incremental improvements in product properties to match the customer requirements and new grades for new applications.

- Total 47 new products developed in priority segments of business including 14 import substitute grades and 14 grades in advanced high strength Steel (AHSS) category.
- Panel and Appliance Material stabilised from CGL2 and 3 for mass production.
- Approval received from National High Speed Rail (NHSRCL) for supply of LRPC.

B) DOLVI

Key Projects Completed

- Reduction in internal fine generation from the top layer of the sinter bed.
- Development of 3D CFD Model of blast furnace hearth for increasing BF campaign life.
- Study the effect of increasing fluxed pellet basicity on the pellet spalling and CCS.
- Design assessment of the induration furnace at pellet plant 2 to identify the flow non-uniformity inside furnace using CFD for improvement in pellet quality.
- Modelling the effect of SEN design on fluid flow in thin-slab casting.
- Estimation of slag carryover to ladle from BOF during the tapping process
- Improvement of SEN life in continuous caster.
- CFD simulation of decarburisation process in BOF.
- Reduction of metal loss in ladle teeming process in SMS 2.
- Optimisation of coiling temperature of Nb-Ti containing high strength (YS=700MPa) S700MC grade steel.
- Optimising alloy design and cooling strategy to produce Dual Phase FB (Ferrite-Bainite) steel grade in HSM2.

- xii) High strength line pipe steel with excellent deformability for strain-based design (API 5L X65/X70)

New products developed:

During the year the major focus of JSW steel Dolvi was to stabilise SMS2 and HSM2 through new product development and establish Dolvi plant in the Export market.

Total 71 nos. of new products have been developed for various segments of which, 25 are AHSS category and 1 is for import substitution. Total 18 new grades were developed to cater to export customers.

The new product for Automotive long and cross member application, thinner gauze (2 mm) for solar structure, Interstitial free (IF) steel for Tinplate, Home appliances and automotive inner panel application and high Carbon for strapping and automotive chain link application.

C) SALEM

Key Projects Completed

- Study on the effect of slag flushing on the process parameters of EOF.
- Modelling of inclusion evolution and its composition changes in Bearing steels under different de-oxidation conditions.
- Development of AISI 12L14 free cutting steel with Bismuth for diamond collet application.
- Development of Grade G1 for Textile Machinery Tool.

New products developed / customised:

A total of 7 new grades have been developed for various applications like automotive, textile machinery, general engineering etc.

Product	No of grades	Application
As cast	1	Pipe
Wire rod	2	Diamond Collet, Textile Machinery
Bar/ Bloom	4	Automobile and Grinding balls

3. Expenditure on R&D (2022-23)

	(in ₹ Crore)
Capital	2.78
Revenue	41.49
Total	44.27
Total as a % of PAT	0.9 %

4. Technology Absorption, Adoption and Innovation

A) VIJAYANAGAR

- Commissioned Continuous Galvanising / Galvalume Line with a capacity of 0.45 MTPA.
- Commissioned Maximised Emission Reduction of Sintering (MEROS) at Sinter Plant-2.

- Commissioned Battery-A of Coke Oven No.5 with a capacity of 0.75 MTPA.
- Commissioned Vacuum Degasser (VD) unit at SMS-3.
- Commissioned 2x200 TPD Vacuum Pressure Swing Adsorption (VPSA) for BF-3.
- Commissioned Phase-1 Internal Conveyor for 10MTPA connectivity.
- Commissioned Down Hill Conveyor from Devdhari Mines to intermediate point of Pipe Conveyor.
- Installation of Rebar Coil rolling & Billet Grinding facility at Wire Rod Mill, to roll special grades.
- Installation of Final Electro Magnetic Stirrer (FEMS) in SMS-3, for tyre cord steel production.
- Installation of air compressor at BF / SMS area, to reduce Nitrogen consumption.
- Creation of Iron Ore Beneficiation facilities at PP-1 for 100% wet grinding, to achieve better quality and increased productivity.
- Edge and Bar heater at HSM-2, to achieve uniform temperature across the width & length before rolling at finishing mill.
- Debottlenecking of BP-2 to enable handling of 50,000 tpd of low grade Iron Ore. Facilities include commissioning of 3rd Barrel yard, introduction of linear screens & new VPF, modification of Feed silos and close circuit operation for Ball mills and crusher circuit.

B) DOLVI

- Commissioned 175 MW Gas Based Captive Power plant and 60 MW Steam Based Captive Power plant.
- Development of BFN (Bogie Freight Pneumatic Versatile) in collaboration with Indian Railway.
- Commissioned RH-1 and KR units at SMS-2.
- Enhancement of GCP capacity.
- Modification of GCP - 4 at SMS-1.
- Construction of covered shed and mechanisation of existing coal storage.
- Commissioned SGP-3 for Casthouse-2&4 and Stove-2 revamping at BF-1.
- Implementation of Coil Yard Management System with automated crane movement at HSM-1.

C) SALEM

- Commissioned Ladle tracking and crane scheduling system.

- Commissioned Online size measurement for Wire Rod Mill.
- Commissioned High temperature video recording system for Vacuum degassing unit.
- Commissioned Automatic mould powder feeding system CCM2.
- Commissioned Mould Profilometer.
- Commissioned Ball drop test for Grinding Media products.
- Digitalisation of Enquiry Management system.
- Upgradation of Line4 PAUT system for testing 160 RCS.

5. Intellectual Property

5.1 Patents

5.1.1 Patents Filed in FY 2022-23

Vijayanagar Works

Patents filed - 12 Nos.

- Advanced High Strength Steel and Method of Producing the Same by Dual Stabilisation Heat Treatment.
- Cold-Rolled Non-Oriented Electrical Steel Sheet Having Improved Surface Quality and Manufacturing Method thereof.
- A Medium Carbon-Manganese-Silicon Steel Composition and a Process to Produce Advanced High Strength Steel there from through Quench Partitioning with Deformation.
- Cold-Rolled Hot-Dip Galvannealed DP780 Steel Sheet with Excellent Welding Performance and Superior Adhesiveness of Coated Layer and Manufacturing Method thereof.
- Ti and Mo Alloyed Low Alloy Steel and Method of Producing the Same Involving Thermal Processing Conditions to Achieve Superior Ductility and Advanced High Strength Steel Properties.
- A Process for Upgrading the Iron Concentration in an Iron Ore with Manganese Mineral by Sulphur Reduction Roasting followed by Acid Leaching.
- Medium Manganese Steel with Third Generation AHSS Properties and Method of Producing the Same Involving Annealing, Air Cooling and Harden & Tempering Heat Treatment.
- Cold Rolled High Strength Multiphase Steel Sheet with Improved Stretch-Flangeability and Surface Finish for Exposed Panel Application.
- A System for Preheating of Iron Bearing Fine Materials Using Waste Hot Gases for Feeding in Fluidised Bed Reactor.

- x) Low Melting Tundish Covering Composition (TCC) from Flyash and Production Method thereof.
- xi) A Process for Sintering of Iron Ore Blend to Improve Sinter Quality, Product Yield and to Reduce Return Fines Generation.
- xii) A Process for Recovery of Iron Bearing Minerals from Banded Hematite Quartzite Iron Ore through Magnetic Separation.

Dolvi Works

Patents filed - 2 Nos.

- i) A method for improving top layer sinter property using constant coal/coke method.
- ii) High Strength High Ductile Thermo-Mechanically-Treated(TMT) Rebars having Yield Strength of 550 MPa(Min), UTS/YS Ratio of 1.15 minimum and a Process for its Production.

Salem Works

Patents filed - 2 Nos.

- i) A process of recovering calcium carbonate and iron oxide from energy optimising furnace slag.
- ii) A method of slag removal for steel manufacturing in energy optimising furnace.

5.1.2 Patents Granted in FY 2022-23

Vijayanagar Works

Patents granted - 10 Nos.

- i) Cold rolled high strength steel sheet having excellent strain hardening property and method of manufacturing the same
- ii) A method for ensuring connectivity of tuyeres and taphole in a blown down blast furnace by freeing blocked voidages in the hearth
- iii) A method and system for controlling fuel flow rate and energy in reheating furnaces of hot strip mills
- iv) Procedure for blowing down of blast furnace below tuyere level with normal blowing rate
- v) A material conveyor belt rupture or spillage detection system
- vi) A dynamic separator adapted for stage wise dynamic mineral separation
- vii) Hot rolled high strength corrosion resistant structural steel and a process for its production

viii) A seismic resistant reinforcement steel and a process for producing the same.

ix) Hot rolled medium carbon steel with improved hardenability and a process for its production.

x) Interstitial free steel sheet composition suitable for outer skin panel application for automobile body.

Dolvi Works

Patents granted - 3 Nos.

- i) A method for replacing slew bearing of ladle turret without removal of its arm assembly and shifting of turret table.
- ii) A system for online continuous cleaning of accumulated dusts from down shop lead rails of EOT cranes.
- iii) Low carbon high strength hot rolled dual phase steel sheets and a process for its production.

Salem Works

Patents granted - 2 Nos.

- i) A binder adapted for pelletisation of sinter raw mix based on ilmenite process industry waste.
- ii) A process for sintering using steel making slag as hearth layer in sinter plant for insulation.

5.2 Publication of Technical Papers

Vijayanagar Works

Published 16 Papers in International Journals and 15 Papers in Conferences proceedings.

Dolvi Works

Published 4 papers in International Journals and 6 papers in Conferences proceedings.

Salem Works

Published 4 papers in International Journals and 3 papers in Conferences proceedings.

6. The benefits derived like process improvements, cost reduction, product development or import substitution

The R&D developments in process improvement, product development, energy optimisation and cost reduction have helped in substantial savings in operational costs. The Company achieved ₹172 crores worth of savings as result of the R&D initiatives.

7. Information regarding imported technology (imported during the last three years reckoned from the beginning of the financial year)

PARTICULARS OF TECHNOLOGY IMPORTED DURING LAST THREE YEARS (2020-21, 21-22 and 22-23)

Particulars	Year of Commissioning	Status
A) VIJAYANAGAR		
Thin Film XRF at R&D Dept.	2020-21	Commissioned
Fatigue Testing Equipment at R&D Dept.	2020-21	Commissioned
Induced dry belt magnetic separator at R&D Dept.	2020-21	Commissioned
Ladle Hearth Furnace at SMS#3	2021-22	Commissioned
KR Unit at SMS#3	2021-22	Commissioned
Cut To Length (CTL) #8 line	2021-22	Commissioned
0.30 MTPA Colour Coating Line	2021-22	Commissioned
0.45 MTPA Continuous Galvanising / Galvalume Line (CGL-3 at CRM-1)	2022-23	Commissioned
Battery-A of Coke Oven No.5	2022-23	Commissioned
Maximised Emission Reduction of Sintering (MEROS) at Sinter Plant-2	2022-23	Commissioned
2x200 TPD Vacuum Pressure Swing Adsorption (VPSA) for BF-3	2022-23	Commissioned
AccuPyc Pycnometer at R&D Dept.	2022-23	Commissioned
GeoPyc Envelope Density Analyser at R&D Dept.	2022-23	Commissioned
Polarised Microscope Image Analyser at R&D Dept.	2022-23	Commissioned
B) DOLVI		
2200 TPD Oxygen Plant-B (including 3 Nitrogen Compressors)	2020-21	Commissioned
Hot Metal Granulation Plant (5000 TPD)	2020-21	Commissioned
Coke Oven Battery-D (0.75 MTPA)	2020-21	Commissioned
Coke Oven Battery-C (0.75 MTPA)	2021-22	Commissioned
Coke Dry Quenching (140 TPH)	2021-22	Commissioned
Coke Dry Quenching (190 TPH) 2 Nos	2021-22	Commissioned
Pellet Plant#2	2021-22	Commissioned
Hot Strip Mill#2	2021-22	Commissioned
Steel Melting Shop#2 (BOF, caster, converter)	2021-22	Commissioned
Blast Furnace#2	2021-22	Commissioned
RMHS#2 for Phase#2 project	2021-22	Commissioned
LCP-5,6,7	2021-22	Commissioned
Utilities for Phase#2 project	2021-22	Commissioned
Captive Power plant- (60 MW)	2022-23	Commissioned
Captive Power plant- (175 MW)	2022-23	Commissioned
RH-1 & KR for SMS#2	2022-23	Commissioned
3 rd SGP for cast house	2022-23	Commissioned
Revamping Hot Blast stove 2	2022-23	Commissioned
C) SALEM		
Slag detection system in CCM-2	2020-21	Commissioned
Slag raking system commissioned in EOF-2	2020-21	Commissioned
Cold abrasive saw facility for blooming mill products	2020-21	Commissioned
Online bloom size measurement system in CCM-2	2020-21	Commissioned
Agitated thin film dryer for pickling plant effluent treatment	2020-21	Commissioned
Slag raking system commissioned in LF	2021-22	Commissioned
Automatic mould powder system in CCM3	2021-22	Commissioned
Liquified Natural Gas heating system for ladle and tundish preheating	2021-22	Commissioned
Slag detection system in CCM-3	2021-22	Commissioned
Online size measurement for Wire Rod Mill	2022-23	Commissioned
High temperature video recording system for Vacuum degassing unit	2022-23	Commissioned
Automatic mould powder feeding system CCM-2	2022-23	Commissioned
Mould Profilometer	2022-23	Commissioned
Grinding Media Ball Mill	2022-23	Commissioned

B. Foreign Exchange Earnings and Outgo: Total Foreign exchange used and earned during the year:

	in ₹ Crore	
	FY 2022-23	FY 2021-22
Foreign Exchange earned	11,327	23,543
Foreign Exchange used	51,228	35,036

ANNEXURE - B TO DIRECTORS' REPORT

Form No. MR- 3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
JSW STEEL LIMITED
JSW Centre, Bandra Kurla Complex,
Bandra (East), Mumbai,
Maharashtra – 400 051

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **JSW STEEL LIMITED** bearing CIN: L27102MH1994PLC152925 (hereinafter called the "**Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023, according to the provisions of:

- i. The Companies Act, 2013, (the Act) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956, ('SCRA') and the rules made there under.
- iii. The Depositories Act, 1996, and the Regulations and Byelaws framed there under.
- iv. Foreign Exchange Management Act, 1999, and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as may be appropriately applicable for the period under review:

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014.
- e. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client.
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

The provisions of the said regulations were not applicable to the Company during the year under review.

- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

The provisions of the said regulations were not applicable to the Company during the year under review.

- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and

All other relevant applicable laws including those specifically applicable to the Company, a list of which

has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws.

We have also examined compliance with the applicable clauses of the following Secretarial Standards:

The Secretarial Standards issued and notified by the Institute of Company Secretaries of India SS- 1 and SS- 2 has been generally complied with by the Company during the financial year under review.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices are given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Decisions at the meetings of the Board of Directors were carried through based on majority and there were no dissenting views by any Member of the Board during the year under review.

We further report that:

Based on the information provided and the representation made by the Company and on the review of the compliance reports of Company Secretary/ Chief Financial Officer/ Whole-time Director taken on record by the Board of Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

The compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that:

During the audit period, except the events listed below no other events occurred which had any major bearing on the Company's affairs in pursuance of the above referred laws,

rules, regulations, guidelines, and standards and that the Company has complied with such of those relevant clauses thereto which are applicable:

1. The Board of Directors of the Company considered and approved the scheme of Amalgamation pursuant to S. 230-232 and other applicable provisions of the Companies Act, 2013 on May 27, 2022, providing for amalgamation of its Joint Venture Creixent Special Steels Limited ("CSSL") and CSSL's subsidiary JSW Ispat Special Products Limited ("JISPL") with the Company.
2. The Hon'ble National Company Law Tribunal ('NCLT'), Mumbai Bench passed an order sanctioning the Scheme of Amalgamation of Asian Colour Coated Ispat Limited ('ACCIL' or 'the Transferor Company 1') and Hasaud Steel Limited ('HSL' or 'the Transferor Company 2') with JSW Steel Coated Products Limited (wholly owned subsidiary of JSW Steel Limited) ('JSCPL' or 'the Transferee Company') and their respective Shareholders ('Scheme' or 'the Scheme' or 'this Scheme'), on January 05, 2023, with 'Appointed Date' of April 01, 2022. Certified copy of the Orders of the NCLT Mumbai, have been received and filed by ACCIL, HSL and JSCPL with the Registrar of Companies on 22nd February 2023 and 24th February 2023 respectively and that the Scheme became effective on the said date of 24th February 2023, with 'Appointed Date' of April 01, 2022.
3. The Company through its wholly owned subsidiary Inversiones Eurosh Limitada ("IEL") and its Joint Venture partner Compañía Minera Santa Fe had formed a joint venture company, Santa Fe Mining ("SFM") in 2008. During the year, IEL had entered into an agreement on 31st August, 2022 for selling its 70% stake held in SFM.
4. The Company has entered into a joint venture agreement with National Steel Holding ("NSHSL") on August 18, 2022 ("JVA") for the purposes of establishing scrap shredding facilities in India using industry leading machinery, technical know-how and relevant processes in a suitable manner.
5. The Company executed a Non-binding MOU on September 13, 2022 with German-based engineering and technology company SMS Group to explore multiple cutting-edge solutions and R&D projects to reduce carbon emission in JSW's Iron and steel making operations in India.
6. The Company transferred an unclaimed/ unpaid amount of ₹2,34,36,633 lying in the unclaimed dividend A/c for the FY 2014-15 to the IEPF account.
7. JSW Steel USA collaborates with TrueNorth Collective to determine environmental impact of its product portfolio. JSW Steel USA becomes the first steel company in USA to adopt ground-breaking Smart EPD platform.
8. JSW Steel, one of India's leading steel manufacturers, has joined over 130 forward-thinking organisations as a member of ResponsibleSteel™, the only global

multi-stakeholder standard and certification initiative for responsibly sourced and produced steel.

9. The Company allotted 8750, Rated, Listed, Unsecured, Redeemable, Non-Convertible Debentures of the Company bearing face value of ₹10,00,000 each, aggregating to ₹875 crore ("NCDs") to ICICI Bank Ltd on December 23, 2022.
10. The Company allotted unsecured, listed, Rated, redeemable, non-convertible debentures bearing a face value of ₹1,00,000 each, aggregating to ₹1,500,00,00,000 on private placement basis on March 29, 2023.
11. The Company redeemed 10.34% secured NCDs of ₹10,00,000 each; 2nd tranche of ₹330 crore redeemed on January 18, 2023.
12. The Company had redeemed the notes aggregating to US \$ 500 million senior unsecured fixed rate notes (5.25% due 2022) on April 13, 2022.
13. JSW Steel Coated Products Limited ("JSWSCPL"), a wholly owned subsidiary of JSW Steel Limited ("the Company"), has entered into a shareholders' agreement and a share subscription agreement (together referred to as "Agreements") with Ayena Innovation Private Limited ("Ayena") and its shareholders and has completed the acquisition on March 10, 2023 and now holds 31% equity shareholding in Ayena.
14. Regional Director, Western Region vide his order dated May 6, 2022 approved the scheme of Amalgamation West Waves Maritime & Allied Services Private Limited

(WWMASPL) with the Company's subsidiary Piombino Steel Limited (PSL) and their respective shareholders' u/s 233 of the Companies Act, 2013. The Scheme became effective from May 07, 2022 (the 'effective date'). Accordingly, WWMASPL has merged with PSL and cease to exist from the effective date.

15. The Board of Directors of Peddar Realty Private Limited ("PRPL"), a wholly owned subsidiary of JSW Steel Limited ("JSWSL") had approved to make a strategic investment of upto ₹16,76,50,000 in Chandranitya Developers Private Limited ("CDPL"), a company engaged in the business of construction of buildings, houses, apartments, structures and residential offices, by way of acquisition of its entire shareholding, i.e., 100% of the Equity Share Capital of CDPL. PRPL on November 4, 2022 acquired the entire equity shares of CDPL from its existing shareholders, at a value of ₹16,76,50,000. Pursuant to the aforesaid acquisition, CDPL is now a wholly owned subsidiary of PRPL and a step down subsidiary of JSWSL.

For S. Srinivasan & Co.,
Company Secretaries

Sd/

S. Srinivasan

Practicing Company Secretary
Peer Review No. 676/2020
FCS: 2286 | CP. No.: 748
UDIN: F002286E000286977

Place: Mumbai
Date: 11.05.2023

Annexure A

To,

The Members,

JSW STEEL LIMITED

JSW Centre, Bandra Kurla Complex,

Bandra (East), Mumbai,

Maharashtra – 400 051

Our Secretarial Audit report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For *S. Srinivasan & Co.*,
Company Secretaries

Sd/

S. Srinivasan

Practicing Company Secretary

Peer Review No. 676/2020

FCS: 2286 | CP. No.: 748

UDIN: F002286E000286977

Place: Mumbai

Date: 11.05.2023

ANNEXURE – B1 TO DIRECTORS' REPORT

The Members/Board of Directors,
JSW Steel Coated Products Limited,
 JSW Centre,
 Bandra Kurla Complex,
 Bandra (E),
 Mumbai 400 051

SECRETARIAL AUDIT REPORT

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014):

UDIN: F006210E000096003

FOR THE FINANCIAL YEAR 2022-23

Foreword

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JSW Steel Coated Products Limited, (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the documents provided of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minutes books, forms and returns filed and other records maintained by JSW Steel Coated Products Limited for the financial year ended on 31st March 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the applicable rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (no foreign exchange transactions during the audit period);

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

(SEBI regulations are not applicable since the company is not a listed company.)

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (vi) Other applicable laws:
- Factories Act, 1948
- The Payment of Gratuity Act, 1972

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable (Not applicable);

During the period under review, based on my examination and verification of the books, papers, minute books, forms and returns filed and other records produced to me and according to information and explanations given to me by the Company, I report that the Company has in my opinion, complied with the provisions of the Companies Act, 2013 (Act) and the Rules made thereunder, the Memorandum and Articles of Association of the Company and also applicable provisions of the aforesaid laws, standards, guidelines, agreements, etc., subject to the following observations: NIL.

I report that, during the year under review:

1. The status of the Company during the financial year has been that of an Unlisted Public Company.
2. The Company is a subsidiary of another listed company.
3. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice generally is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that:

There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that:

During the audit period the Company has effected the following activities/ events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above:-

- (i) Completion of tenure of Mr. Amarjit Singh Dahiya as Whole-time Director of the Company w.e.f. May 31, 2022.
- (ii) Consequent to the completion of tenure of Mr. Amarjit Singh Dahiya from the position of Whole Time Director under Companies Act, 2013 and Occupier under The Factories Act, 1948, Mr. Pankaj Malhan was appointed as Additional Director and WTD for a period of 5 years from April 29, 2022. Mr. Malhan however subsequently resigned with effect from November 2, 2022.
- (iii) Mr. Sharad Mahendra was appointed as Additional Director & WTD for a period of 5 years from April 29, 2022.
- (iv) Initiated acquisition of National Steel and Agro Industries Limited (NSAIL) by way of resolution under Insolvency and Bankruptcy.
- (v) Approved the investment upto ₹7.5 crore (Rupees Seven crore fifty lakh only) in Ayena Innovation Private Limited ("Ayena").
- (vi) Availed Working Capital facilities of ₹500 crore from ICICI Bank.

- (vii) Extended the Inter Corporate Deposits aggregating ₹293 crore placed with JM Financial Asset Reconstruction Company.
- (viii) Extended the Inter Corporate Deposits aggregating ₹52 crore placed with JM Financial Asset Reconstruction Company.
- (ix) Extended the Inter Corporate Deposits aggregating ₹47 crore placed with JM Financial Asset Reconstruction Company.
- (x) Extended the Inter Corporate Deposits aggregating ₹50 crore placed with Paisalo Digital Ltd.
- (xi) Approved the purchase of land at Tarapur from Borosil for the Tin 2 service centre.
- (xii) Approved the purchase of land at village Dahivali, Tarfe Borati falling in industrial zone for future expansion of ACCIL Khopoli Unit
- (xiii) Granted on leave and license basis the existing houses/flats owned by the company at Vasind (504 flats) and Tarapur (55 flats) to JSW Realty & Infrastructure Private Limited ("RIPL") and to take up the task of maintaining the existing housing facilities
- (xiv) Approved the increase in project cost for Colour Coating Line Project at Rajpura.
- (xv) Approved the increase in project cost for Colour Coating Line Project in J&K.
- (xvi) Approved issue of Commercial paper (CP) in the form of Usance promissory note(s), at interest rate of 5.5-6.5% based on the tenor, which can remain outstanding at any point of time upto a nominal value of ₹2,000 crore in aggregate.
- (xvii) Approved transfer of ownership of all co-branded trademarks from JSW Coated Steel Coated Products Ltd to JSW IP Holdings Pvt Ltd by way of rectification.
- (xviii) Donated ₹5 lakh to Raigad District Police Welfare Fund for the financial support of welfare activities of the family members of Raigad Police.
- (xix) Approved raising of long-term loans by way of Rupee Term Loan from banks/Financial Institutions aggregating to ₹1,000 crore.
- (xx) Enhanced borrowing powers of Finance Committee from ₹500 crore to ₹1,000 crore.

Vanita Sawant & Associates

Place: Mumbai
Date: 14th April 2023

Practising Company Secretary
FCS 6210. CP No. 10072

Note: This report is to be read with our letter of even date, which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members,
JSW Steel Coated Products Limited,
JSW Centre,
Bandra Kurla Complex,
Bandra (E),
Mumbai 400 051
UDIN: F006210E000096003

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have relied upon documents, forms and minutes provided to me. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to check whether correct facts are reflected in secretarial records. I believe that the processes and practices that were followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai
Date: 14th April 2023

Vanita Sawant & Associates
Practising Company Secretary
FCS 6210. CP No. 10072

ANNEXURE – B2 TO DIRECTORS' REPORT

Form No. MR- 3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Bhushan Power & Steel Limited,
4th Floor, A-2, NTH Complex,
Shaheed Jeet Singh Marg USO Road,
Qutab Institutional Area, New Delhi
DL 110067.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bhushan Power & Steel Limited** bearing CIN: U27100DL1999PLC108350 (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 by and large appears to have complied with the statutory provisions listed hereunder and also that the Company has proper Board- processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023, according to the provisions of:

- i. The Companies Act, 2013, (the Act) and the rules made there under.
- ii. The Securities Contracts (Regulation) Act, 1956, ('SCRA') and the rules made there under (Not Applicable to the Company during the period under review).
- iii. The Depositories Act, 1996, and the Regulations and Byelaws framed there under.
- iv. Foreign Exchange Management Act, 1999, and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

(Not Applicable to the Company during the period under review).

- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992; ('SEBI Act') are not applicable to the Company during the period under review as the Company is an unlisted company.
- vi. All other relevant applicable laws including those specifically applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes are in place to monitor and ensure compliance with those laws.

We have also examined compliance with the applicable clauses of the following Secretarial Standards:

The Secretarial Standards issued and notified by the Institute of Company Secretaries of India SS- 1 and SS- 2 has been generally complied with by the Company during the financial year under review.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices are given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Decisions at the meetings of the Board of Directors were carried through based on majority and there were no dissenting views by any Member of the Board during the year under review.

We further report that,

Based on the information provided and the representation made by the Company and on the review of the compliance reports of Company Secretary/ Chief Financial Officer/ Whole-time Director taken on record by the Board of

Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

The compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that, during the audit period, except for the event listed below no other events occurred which had any major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards etc.

During the year, there were no significant or material orders passed by the Regulators/Courts/Tribunals that could impact the going concern status of the Company and its future operations except as mentioned hereunder:

"In respect of acquisition of the Company, the former Promoters of the Company, certain operational creditors and the Directorate of the Enforcement have filed appeals against the NCLAT judgement dated February 17, 2020 which are still pending for consideration before Hon'ble Supreme Court ("SC Appeals"). On March 6, 2020, the SC admitted the SC Appeals, and clubbed the same with CoC's SLP. The matter continues to be pending before SC resulting in company maintaining status quo."

For **S. Srinivasan & Co.,**
Company Secretaries

S. Srinivasan
Practicing Company Secretary
FCS: 2286 | CP. No.: 748
UDIN: F002286E000162754

Place: Mumbai
Date: 21.04.2023

Annexure A

To,
The Members,
BHUSHAN POWER & STEEL LIMITED,
4th Floor, A-2, NTH Complex,
Shaheed Jeet Singh Marg USO Road,
Qutab Institutional Area, New Delhi
DL 110067.

Our Secretarial Audit report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **S. Srinivasan & Co.,**
Company Secretaries

Place: Mumbai
Date: 21.04.2023

S. Srinivasan
Practicing Company Secretary
FCS: 2286 | CP. No.: 748
UDIN: F002286E000162754

ANNEXURE – C TO DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023

1. Brief outline on CSR Policy of the Company

The Company's CSR Policy is available on the Company's website at www.jsw.in

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
01.	Mrs. Nirupama Rao	Independent Director	2	2
02.	Mr. Seshagiri Rao MVS	Jt. Managing Director & Group CFO	2	2
03.	Mr. Jayant Acharya	Dy. Managing Director	2	2
04.	Dr. Punita Kumar Sinha	Independent Director	2	2
05.	Dr. M. R. Ravi	Nominee Director of KSIIDC	2	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company

The Company's CSR Committee; CSR Policy and CSR Projects are disclosed on: www.jsw.in

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable

None.

5. (a) Average net profit of the company as per sub-section (5) of section 135 ₹14,552 crore
 (b) Two percent of average net profit of the company as per sub-section (5) of section 135 ₹291.03 crore
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years NIL
 (d) Amount required to be set-off for the financial year, if any NIL
 (e) Total CSR obligation for the financial year [(b)+(c)-(d)] ₹291.03 crore
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) ₹242.82 crore
 (b) Amount spent in Administrative Overheads NIL
 (c) Amount spent on Impact Assessment, if applicable NIL
 (d) Total amount spent for the Financial Year [(a)+(b)+(c)] ₹242.82 crore
 (e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (₹ in crore)	Amount unspent				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount.	Date of transfer.
242.82	48.22	28.04.2023	-	-	-

(f) Excess amount for set-off, if any

Sl. No.	Particular	Amount (₹ in crore)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	291.03
(ii)	Total amount spent for the Financial Year	242.82
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	-
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]*	-

* For financial year 2021-22, the CSR spend requirement as per Section 135 of the Companies Act, 2013 was ₹199.41 Crores against which there actual spend was ₹200.34 Crores. Thus the excess CSR spent was ₹0.93 crores is being continued to be set off in the immediate succeeding three (3) years subject to compliance with conditions stipulated under Rule 7(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
					Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any			
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (₹ in crore)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (₹ in crore)	Amount Spent in the Financial Year (in ₹)	Amount (in ₹)	Date of Transfer	Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
1	2021-22	-	-	-	-	-	-	-
2	2020-21	13.21	-	13.21	-	-	-	-
3	2019-20	-	-	-	-	-	-	-

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135

The Company has allocated 2% of average net profit towards CSR as specified under sub-section (5) of Section 135 of the Companies act 2013. The Company has well defined and ongoing programs that have been under way and till 31st March 2023, the Company has been able to successfully spend 83.43% of the total budget of FY 2022-23. The remaining amount of ₹48.22 crore has been deposited in unspent CSR account. The programs are at various stages of implementation and are likely to get completed during the ensuing period as per the program design. and the long-term CSR strategy. Some of these projects are in collaboration with the District Administration, while in certain programs, the civil construction components are under progress and dependent upon weather conditions and other exigencies beyond the control of the Company. The Company also adheres to stringent documentation for the projects and thus verification of partners' credentials etc. also takes due course of time.

For JSW STEEL LIMITED

Place: Mumbai
Date : May 19, 2023

Sd/-
SAJJAN JINDAL
CHAIRMAN &
MANAGING DIRECTOR

Sd/-
NIRUPAMA RAO
CHAIRPERSON OF THE
CSR COMMITTEE

ANNEXURE – D TO DIRECTORS' REPORT

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	JSW Foundation, a promoter group entity.
(b)	Nature of contracts / arrangements/ transactions	Donation/ gift of land.
(c)	Duration of the contracts / arrangements/ transactions	April 2022 to March 2023
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Donation/ gift of land amounting to ₹1.77 crore at nil consideration.
(e)	Justification for entering into such contracts or arrangements or transactions	In view of the Company's long term commitment to give back to the society, it was decided to donate/ gift the land to JSW Foundation for setting up a state of art Sports University in collaboration with Inspire Institute of Sports.
(f)	date(s) of approval by the Board	21 October 2022
(g)	Amount paid as advances, if any:	Nil
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	NA as the value was less than 10% of the net worth of the Company.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	JSW Steel Coated Products Limited (JSW Coated) and JSW Steel Global Trade Pte. Limited (JSW Global).
(b)	Nature of contracts / arrangements/ transactions	<u>JSW Coated</u> Sale/purchase of steel products to/from JSW Coated, recovery/ reimbursement of expenses, interest income/expenses, investment, adjustment of receivable/ (payable), inter corporate loans, purchase of assets; <u>JSW Global</u> Procurement of iron ore, coking coal, coke and other raw materials, recovery/ reimbursement of expenses, investments, loan.
(c)	Duration of the contracts/ arrangements/ transactions	April 2022 to March 2023
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of transactions with JSW Coated amounted to ₹24,345 crore and JSW Global amounted to ₹23,618 crore during FY 2022-23.
(e)	Date(s) of approval by the Board, if any	The transactions with JSW Coated and JSW Global does not require approval of the Board of Directors, since both the entities are wholly owned subsidiaries of the Company. However, these transactions have been approved by the Audit Committee.
(f)	Amount paid as advances, if any	As per the terms and conditions of the contract.