

JSW Ispat Special Products Limited

Registered & Corporate Office: JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai-400051

CIN: L02710MH1990PLC363582 GST: 27AAACM0501D2Z9

Phone: +91 22 4286 1000 E-mail: isc_jispl@aionjsw.in Website: www.aionjsw.in

E-mail/ Online Upload Copy

12 May, 2023

**DGM-Deptt. of Corporate Services
BSE Limited**

Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400001

Listing Department

National Stock Exchange of India Limited

'Exchange Plaza', Bandra Kurla Complex,
Mumbai-400051

BSE Scrip Code: 513446 / NSE Scrip Code: JSWISPL

SUB: Secretarial Compliance Report of the Company under Regulation 24 (A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st March 2023;

Dear Sir,

Please find enclosed the Secretarial Compliance Report of JSW Ispat Special Products Limited ('the Company') under Regulation 24 (A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in a prescribed format, issued by the M/s S. Srinivasan & Co., Company Secretaries, Secretarial Auditor of the Company for the year ended 31st March, 2023.

You are requested to take the above information on record.

Thanking you,

Yours faithfully.

For **JSW Ispat Special Products Limited**

(Ajay Kadhao)
Company Secretary & Compliance Officer

**Listing Department
Calcutta Stock Exchange limited**

"7, Lyons Range,
Kolkata-700001

Encl: as above



S. Srinivasan & Co.,
Company Secretaries

Office No. 8, 4th floor,
AC Market Building CHS Ltd.,
Tardeo Road, Mumbai- 400 034
Tel no.: 022- 49790842
Mobile: +91 93210 25730
E-mail: mumbaissandco@yahoo.com

**SECRETARIAL COMPLIANCE REPORT
OF
JSW ISPAT SPECIAL PRODUCTS LIMITED
for the financial year ended 2022-23.**

We, M/s. *S. Srinivasan & Co.*, Company Secretaries have examined:

(a) all the documents and records made available to us and explanation provided by JSW Ispat Special Products Limited ("the listed entity"),
(b) the filings/ submissions made by the listed entity to the stock exchanges,
(c) website of the listed entity,
(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification for the year ended 31/03/2023 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
The provisions of the said regulations were not applicable to the Company during the review period.

Registered office address: "Hari Krupa" Building, Ground Floor, 71/1, McNicholas Road, (off Poonamallee High Road), Chetpet, Chennai- 600 031, Tamil Nadu. India.
Contact: 98410 92661, Ph. 044-28361660 | E-mail: ssrini50@gmail.com



- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
The provisions of the said regulations were not applicable to the Company during the review period.
- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
The provisions of the said regulations were not applicable to the Company during the review period.
- (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;
The provisions of the said regulations were not applicable to the Company during the review period.
- (g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
The provisions of the said regulations were not applicable to the Company during the review period.
- (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 review period.
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observation/Remarks by PCS*
1.	<p>Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and</p>	YES	



	mandatorily applicable.		
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	YES	-
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none"> ● The Listed entity is maintaining a functional website ● Timely dissemination of the documents/information under a separate section on the website ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	YES YES YES	-
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: <ul style="list-style-type: none"> (a) Identification of material subsidiary Companies (b) Disclosure requirement of material as well as other subsidiaries 	YES YES	-



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	-
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/ during the financial year as prescribed in SEBI Regulations.	YES	-
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.	YES YES	-
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various	NA	No Action is taken by SEBI or Stock Exchange



	circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).		
--	--	--	--

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.	NA	No additional non-compliances are observed during the review period.

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/ re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	During the review period, no auditor has resigned.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	During the review period, no auditor has resigned.
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	During the review period, no auditor has resigned.
2.	Other conditions relating to resignation of statutory auditor		



	provided information as required by the auditor.		
3.	The listed entity/ its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	No such event occurred.

*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

- (a) (**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation / CircularNo.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
	NA No such event occurred									

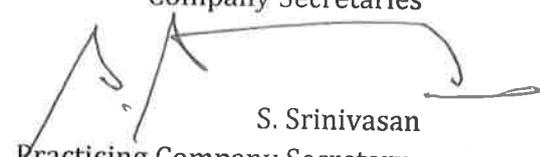
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:



Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regulation / CircularNo.	Deviations	Action Takenby	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
NA										

Place: Mumbai
Date: 11.05.2023

For *S. Srinivasan & Co.*
Company Secretaries


S. Srinivasan
Practicing Company Secretary
Peer Review No. 676/2020
FCS: 2286 | CP. No.: 748
UDIN: F002286E000286867