

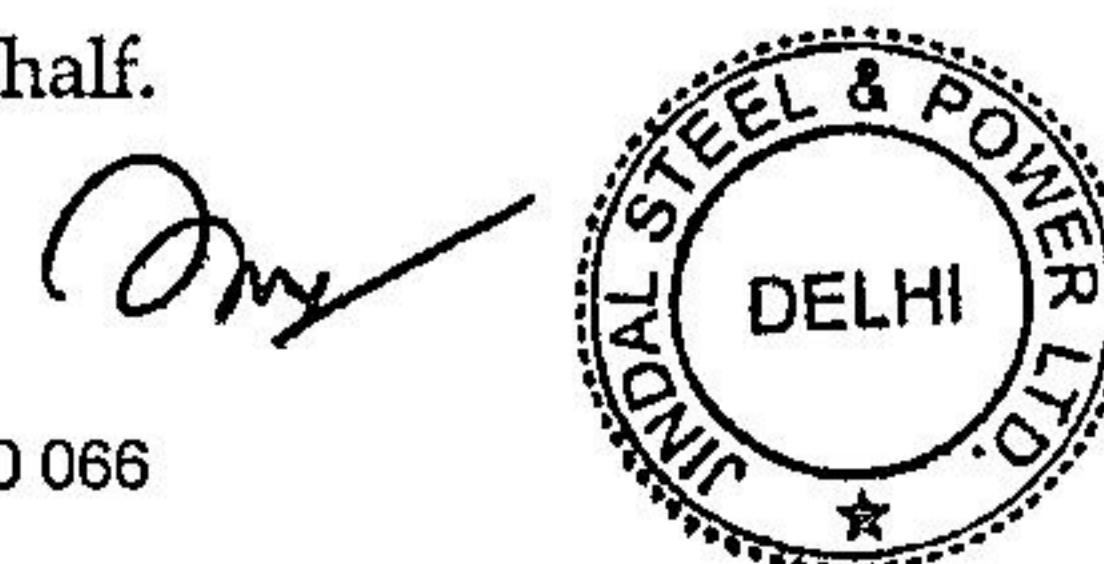
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JINDAL STEEL & POWER LIMITED IN THEIR MEETING HELD ON APRIL 28, 1999

TO CONSIDER CONSTITUTION OF A LOCAL COMMITTEE OF DIRECTORS AND DELEGATION OF POWERS TO IT

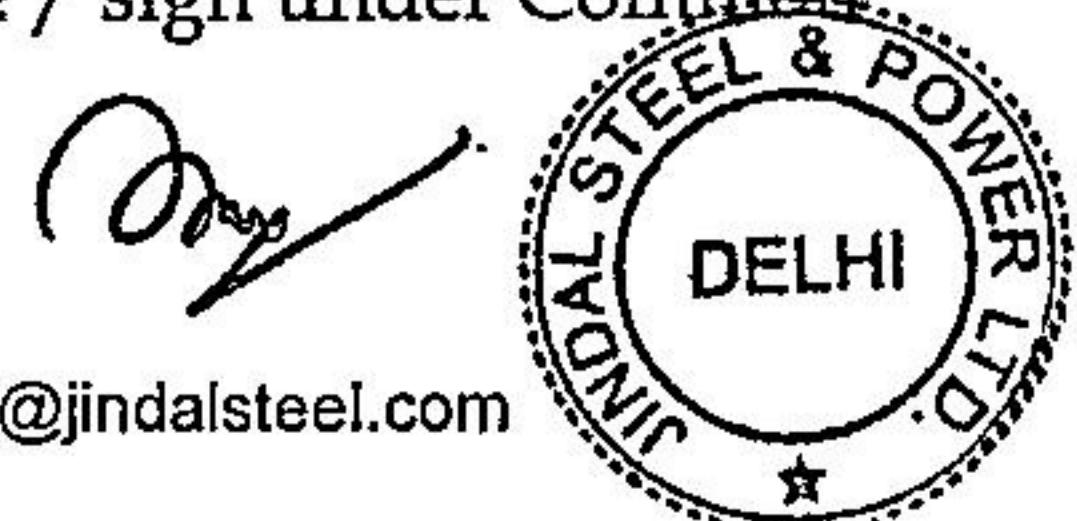
"RESOLVED THAT in accordance with Article 151 of the Articles of Association of the company and subject to the provisions of the Companies Act, 1956 the Board hereby constitutes a Committee of Directors to be known as 'Local Committee,' of the following Directors, namely, 1) Shri Naveen Jindal, 2) Shri Anand Goel & 3) Shri Arvind Parakh.

"RESOLVED FURTHER that the Local Committee be and is hereby entrusted with the following powers:-

1. Subject to Section 293(1)(a) of Companies Act, 1956 and further subject to a limit of Rs. 500 Crores on any one transactions, to enter into any contract, agreement, arrangement or transactions to purchase, acquire, sell, import, export or re-export plant, machinery, equipment, land and building or other assets for the business of the company and for the purpose to authorise any Director(s), Officer(s), employee(s) or other person(s) to execute and sign all deeds, instruments, contracts, receipts and other documents or writings on behalf of the Company.
2. To authorise any Director(s) / Officer(s) / employee(s) or other person(s) to make applications, petition submissions, prayers etc. on behalf of the Company, to appear and represent the company before various statutory and public Authorities including Central/State Government, Municipal/ Local Authorities, etc. in connection with the business of the company and in that behalf to issue Letter of Authority / Power of attorney in favour of such person(s).
3. To institute, defend, prosecute, conduct, compound, refer to arbitration, abandon and compromise legal or other proceedings, claims and / or disputes by or against the Company or in which the company is concerned or interested and to authorise any Director(s) / Officer(s) / employee(s) / or other person(s) to appear before the Supreme Court, High Court, District and subordinate Courts, Labour Courts, Quasi-Judicial Tribunals or authorities including District Consumer Redressal, State Consumer Forum, National Tribunal under the Consumer Protection Act, etc. either personally or through Counsel(s) / Advocates and in that behalf issue Power of Attorney and / or authority to sign application, petitions, submissions, objections, Rejoinders, Reviews, Revision, Appeal, prayers etc. and to exercise all such incidental powers as may be necessary and expedient in this behalf.



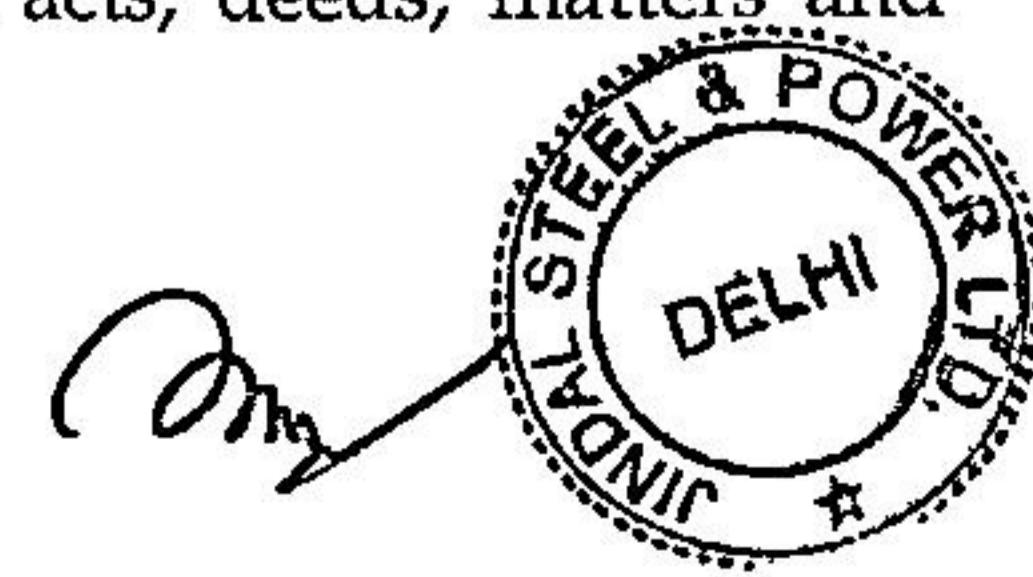
4. To authorise any of the Director(s) / Officer(s) / employee(s) / or other persons(s) to represent the Company in the Annual General Meetings / Extra-ordinary General Meeting of Companies / Corporations / other bodies corporate Chambers of Commerce / Trade of which the company is a shareholder / debentureholder / creditor / member.
5. To approve / refuse transfer / transmission / transposition / subdivision / split / consolidation of shares / debentures / warrants of the Company, to issue duplicate certificate(s) in accordance with listing agreement with the Stock Exchanges and the Memorandum and Articles of Association of the Company and to authorise any person to given acknowledgement for receipt of Call Money(s) on shares / debentures and to authorise any Director(s) / Officer(s) or Employee(s) or other person to sign / endorse the certificate.
6. To appoint any person as the Committee may deem fit whether such person be an employee of the Company or not, to represent the company or to attend to any special or other ordinary assignment on behalf of the company by executing a general or special power of attorney or a letter of authority for any specific or other work as the Committee may deem fit in the interest of the company and to incur on behalf of the Company and / or to reimburse to such representative all expenses that may be necessary and / or incurred for the business of the Company.
7. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Government Undertaking(s), local bodies or such other organisation etc. in connection with the business of the Company.
8. To take on lease / hire / hire purchase/ rent moveable and immovable properties for the purpose of the business of the Company and authorise any Director(s) / Officer(s) or Employee(s) / or other person to sign necessary documents on behalf of the Company upto a limit of Rs.200 Crores from any one company at any one time.
9. To take on lease / rent / license accommodation for the residence of employees as well as for commercial purposes of the company the monthly charges of which do not exceed Rs. 1,00,000 for each such unit of accommodation and authorise any Director, Officer or employee of the company to execute the necessary documents.
10. To enlist and delist from time to time Company's securities on the recognised Stock Exchanges of India and abroad and for that purpose authorise any Director(s) / Officer(s) / employee(s) or other person(s) to enter into execute / sign under Commen





Seal Agreement(s) / Contract(s) / documents as may be required or necessary for the purpose with Stock Exchanges / SEBI / Depository.

11. To allot shares / debentures/ warrants or other securities to any person(s) arising out of Public / Right issue or on private placement basis and/or otherwise and to authorise any Director(s) / Officer(s) / Employees(s) / of the Company to issue Letters of Allotment and sign on the share / debenture certificates on behalf of the company as per the provisions of the Articles of Association, the Companies Act, 1956 and any other Act(s).
12. To appoint Depository(ies), Registrar & Share Transfer Agent(s), Advisors, Merchant Bankers or other intermediaries and authorise any Director(s) / Officer(s) / Employee(s) / of the Company to sign and execute necessary documents with them.
13. To make calls for payment of allotment/call money(s) from the shareholders/ debentureholders to whom the shares/ debentures are allotted, from time to time, and to authorise any Director(s) / Officer(s) / Employee(s) of the company to issue allotment advice and call money notice on behalf of the company as per the provision of the Articles of Association, the Companies Act, 1956 and any other Act(s).
14. To fix record date(s) and decide period(s) of closure of transfer books/records for purpose of payment of interest / redemption of Debentures, conversion of fully convertible Debentures / partly convertible debentures or other securities into shares, exercise of option for shares against warrants, payment of dividend, Bonus Issue, Right Issue, holding general meeting of any class of Shareholders/ Debentureholders etc. keeping in view the guidelines of Stock Exchanges.
15. To open/ close bank account(s) and authorise Director(s), Officer(s), Employee(s) or other person(s) to operate them, make sign, draw, endorse or negotiate on behalf of the Company cheques, bill of exchange, drafts, hundies or any other instrument and to change the operation of the accounts from time to time.
16. To deal with and comply with requirements of various laws including labour and anti pollution laws applicable to the Factories of the Company, appoint / nominate Director(s) / Officer(s) / Employee(s) to discharge responsibilities as Occupier / Manager / Nominated Owner / Agent or in any other capacity as may be required thereunder.
17. To authorise any Director(s) / Officer(s)/ Employee(s)/ or other persons(s) to generally make all such arrangements and to do all such acts, deeds, matters and things as may be required for the above stated purpose(s).

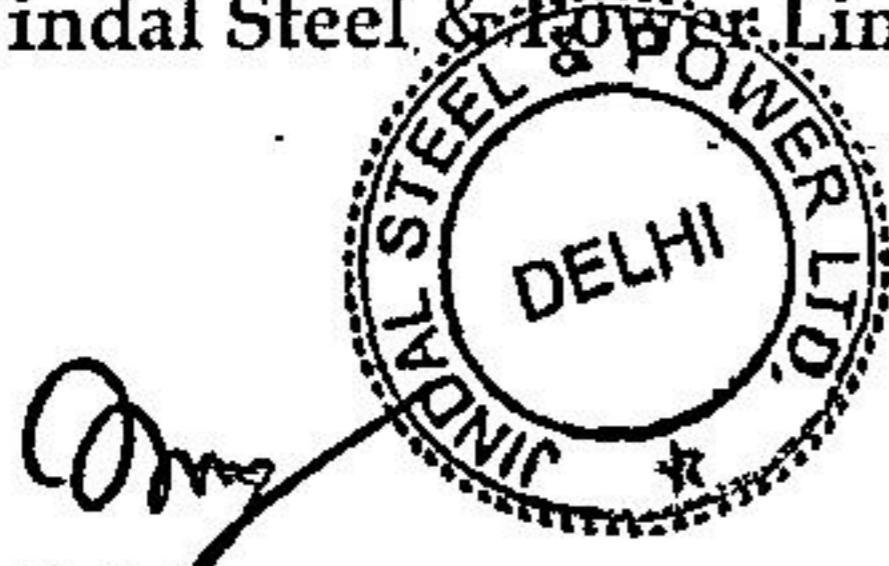




RESOLVED FURTHER THAT the quorum for the meetings of the Local Committee shall be two members personally present in the meetings and the decisions shall be taken by a majority of votes and in case of equality of votes, the Chairman of the meeting shall have a second or casting vote.

RESOLVED FURTHER THAT the members of the committee shall elect one of their member to preside over the meetings."

For Jindal Steel & Power Limited



Jagadish Patra
Vice President & Company Secretary

Certified to be true..../-

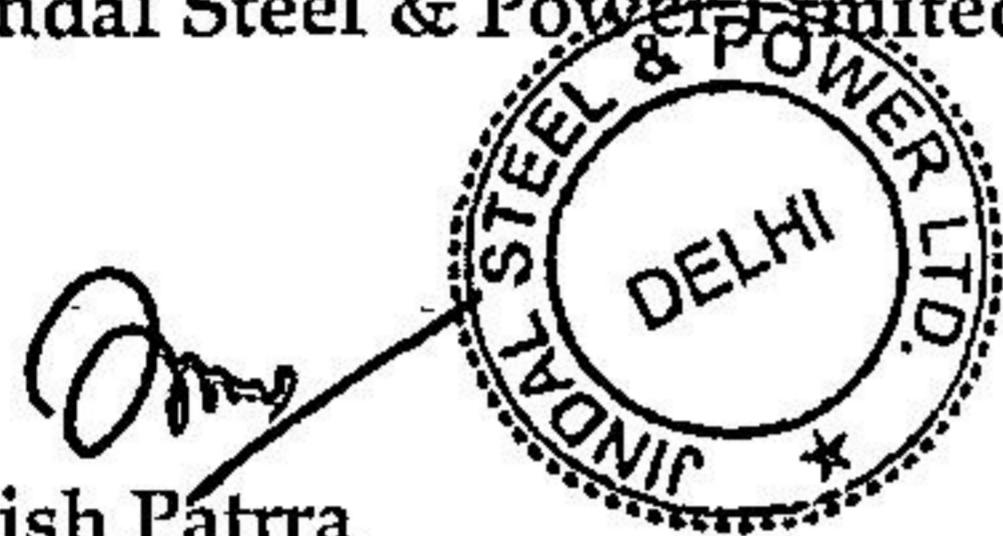
Issued on: January 28, 2019
Place: Gurgaon



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JINDAL STEEL & POWER LIMITED IN THEIR MEETING HELD ON MAY 8, 2003

"RESOLVED that the existing Local Committee of Directors be renamed and be now onwards known and called as "Sub Committee of Directors."

For Jindal Steel & Power Limited



Jagadish Patra
Vice President & Company Secretary

Certified to be true..../-

Issued on: January 28, 2019
Place: Gurgaon



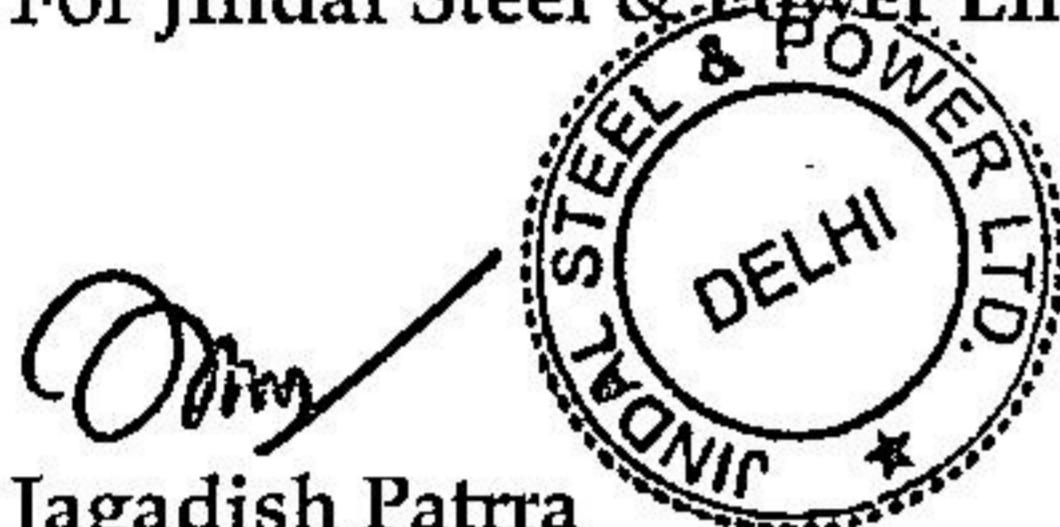
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JINDAL STEEL & POWER LIMITED IN ITS MEETING HELD ON JULY 15, 2014 AT NEW DELHI

RENAMING OF SUB-COMMITTEE OF DIRECTORS AS EXECUTIVE SUB-COMMITTEE OF DIRECTORS

RESOLVED THAT the name of the Sub-Committee of Directors be and is hereby renamed and be now onwards known and called as "Executive Sub-Committee of Directors."

For Jindal Steel & Power Limited

Certified to be true..../-



Jagadish Patra
Vice President & Company Secretary

Issued on: January 28, 2019
Place: Gurgaon

DOC. NO: JSPL/55/2016-17

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JINDAL STEEL & POWER LIMITED IN ITS MEETING HELD ON APRIL 27, 2016 AT NEW DELHI

RE-NOME THE EXECUTIVE SUB- COMMITTEE OF BOARD OF DIRECTORS AND DELEGATION OF POWER

"RESOLVED THAT in supersession of resolution passed by the Board of Directors in its meeting held on July 15, 2014, the name of the Executive Sub-Committee of the Board of Directors be and is hereby changed to Corporate Management Committee (CMC) of the Board of Directors of the Company comprising Mr. Naveen Jindal, Chairman Mr. Ravi Uppal, MD & Group CEO and Mr. Rajeev Bhaduria, Wholetime Director of the Company and that Mr. Naveen Jindal shall be the Chairman of the Committee and in his absence any member shall be elected to Chair the meeting of the CMC.

RESOLVED FURTHER THAT,

- i. quorum for any meeting(s) of the Committee shall be two Members and in respect of functional departments, the meeting may have the Business / Functional Head as an invitee;
- ii. no fee shall be payable to any member(s) for attending any meeting(s) of the Committee;
- iii. the Committee be and is hereby authorised to sub-delegate any of the powers to Business/Function Heads with appropriate restrictions and/or conditions as to nature, limit or scope of such sub-delegation.

RESOLVED FURTHER THAT pursuant to Section 179 and such other provisions as may be provided under the Companies Act, 2013 and such other laws and rules including any amendments thereof read with Article 105 of the Articles of Association of the Company, the CMC be and is hereby authorised to exercise the following powers:-

1. To monitor exposure of the Company - both financial & legal - and ensure direct accountability and responsibility.
2. Appointment of professionals, agencies, firms, Placement agencies, etc. and provide mandates for financial advisory/consultancy, periodic statutory certifications, valuations, due-diligence, market research, head-hunting, etc. involving obligation up to a value of Rs. 10 Crores and delegate such authorities to any Executive(s) of the Company fixing specific limits.

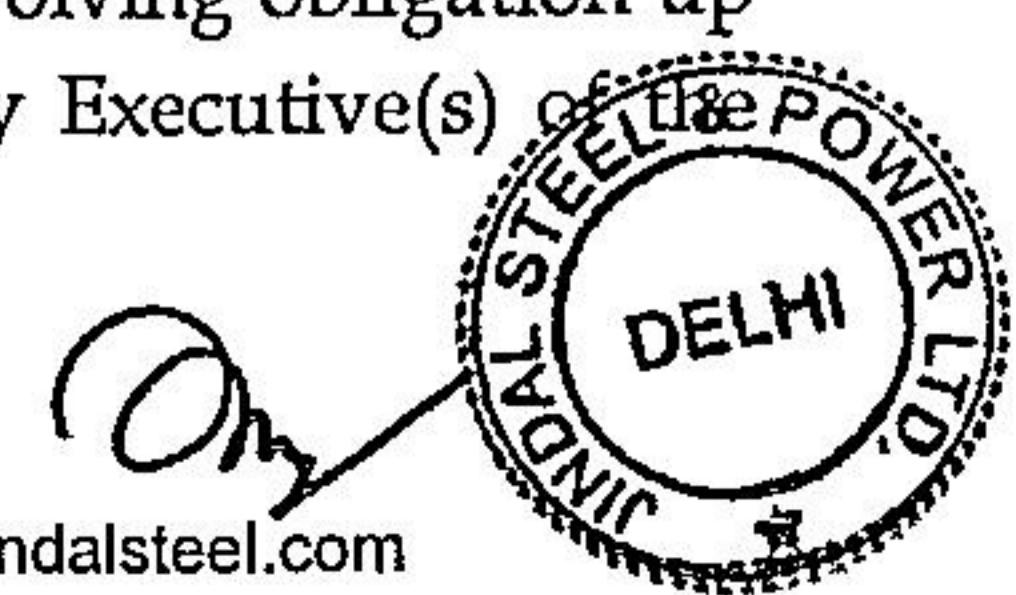
Jindal Steel & Power Limited

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

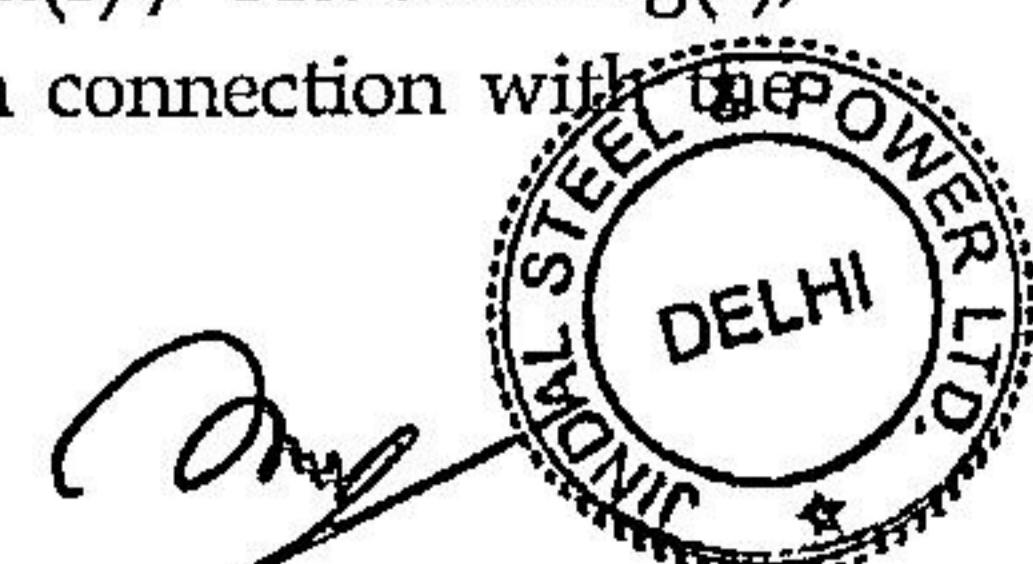
CIN: L27105HR1979PLC009913

T: +91 11 4146 2000 F: +91 11 2616 1271 W: www.jindalsteelpower.com E: jsplinfo@jindalsteel.com

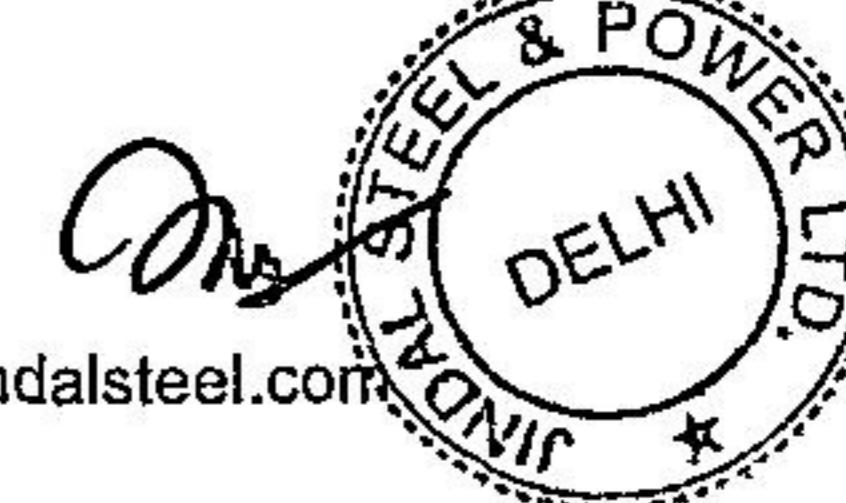
Registered Office O. P. Jindal Marg, Hisar, 125 005, Haryana



3. To approve and authorize the persons to Decide/Negotiate/Finalise any Agreements, Memorandum of Understandings(MOUs), Lease Agreements, and such other Agreements, Memorandum of Understandings (MOUs)/Contracts of commercial nature in the ordinary course of business.
4. To formulate, approve and authorize implementation of human resources plans and policies including compensation structures and/or retention / training & development policies of the Company from time to time other than those coming under the purview of Nomination and Remuneration Committee of the Board.
5. To approve and authorize the persons for procurements of materials, purchase of various goods, Import/Export, logistics including the matters related to printing and publication of Company documents.
6. To make application to appropriate authorities and seek approvals, securing registrations, licenses, permissions / approvals in the name of the Company as may be required under various statutes, rules and regulations, and authorizing executives to represent the Company before various statutory or administrative authorities.
7. To authorise or Issue of letter restricted Power of Attorney(ies) in favour of executives of the Company to file, institute, defend, plead, settle, compromise, withdraw any legal case / complaint filed by or against the Company and to represent the Company in any Court of Law or Statutory Authority or Arbitration Council in India or Abroad and for that purpose to sign, verify, affirm, execute, file, deliver such papers, evidence, documents, replies, plaints, written statements, petitions, applications, vakalatnama, affidavits, undertakings, declarations for and on behalf of the Company as may be required to be submitted in any Court of law, or before any Statutory Authority or Arbitration Council in India or abroad and to engage any Advocate, Counsel, Solicitor or Consultant for the aforesaid purpose.
8. To delegate authorities for authorization to seek, obtain and maintain various statutory / regulatory licenses including but not limited to VAT registration, Sales Tax registrations, Professional tax registration, obtaining/ renewal/ modifications / rectifications of trade licenses;
9. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / agreements/ documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Undertaking(s), Local Bodies or such other organization(s)/institution(s) etc. in connection with business of the Company. .



10. To approve opening of branch(es) / establishments of the Company from time to time at various places either in India or abroad, as are within the budget proposal approved by the Board.
11. To Invest the surplus funds of the Company (including strategic investments) subject to overall limits to the tune of Rs.500 Crores in Bank deposits, treasury bills and Government Securities, Mutual Funds etc. and for arrangements of Cash Management system or Forward Contract management mechanism.
12. To Borrow funds, from time to time, whether in Indian rupees or foreign currency, from Banks, Financial / Investment Institutions, Bodies Corporate, Foreign Lenders or other sources, whether in India or abroad, upto an amount, the aggregate outstanding of which should not, at any time, exceed the limits approved by the Shareholders of the Company from time to time, and/or create security in favour of such lenders for repayment of the loans and execute or cause to be executed agreements, deeds or such other documents.
13. To consider and approve / transfer / transmission / transposition / subdivision / split / consolidation of shares / debentures / warrants of the Company, issue duplicate certificate(s) in accordance with the provisions of the Companies Acts, SEBI(Listing Obligation and Disclosure Requirements) Regulations read with the Memorandum and Articles of Association of the Company and in this connection authorise any person to issue acknowledgement for receipt of Call Money(s) on shares / debentures and to authorise any Director(s) / Officer(s) or Employee(s) or other person to sign / endorse the security certificate(s).
14. To take on lease / hire / hire purchase/ rent, moveable and immovable properties for the purpose of the business of the Company and in this connection provide necessary authority in favour of any Officer(s)/Person(s) for negotiation, signing, executing necessary documents on behalf of the Company upto a limit of Rs. 50 Crores from any one Company at any one point of time.
15. To take on lease / rent / license, any accommodation for residence or commercial purposes of the Company, upto Rs.5.00 Lakh per month for each such unit of accommodation and authorise any Director, Officer or Employee of the Company to execute the necessary documents.
16. To allot shares / debentures/ warrants or other securities to any person(s) arising out of Public / Right issue or on private placement basis and/or otherwise and to authorise any Director(s) / Officer(s) / Employees(s) / of the Company to issue Letters of Allotment and sign on the share / debenture certificates on behalf of the

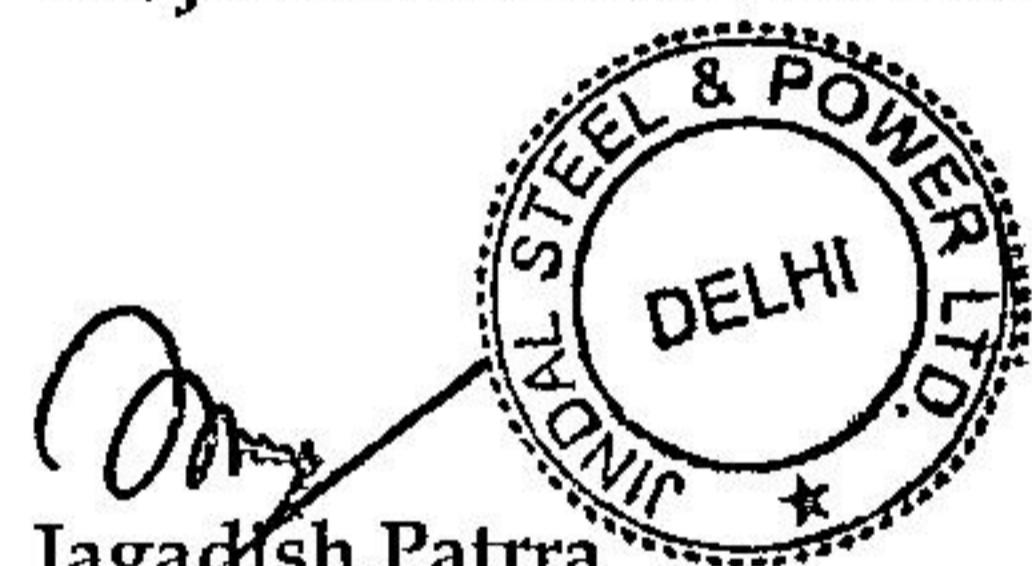


company as per the provisions of the Articles of Association, the Companies Act, 2013 and any other Act(s).

17. To appoint Depository(ies), Registrar & Share Transfer Agent(s), Advisors, Merchant Bankers or other intermediaries and authorise any Director(s) / Officer(s) / Employee(s) / of the Company to sign and execute necessary documents with them.
18. To accept Inter Corporate Deposits
19. Provisions of Loans and/or advances, single or multiple, to any individual entity or person not in excess of Rs 500 Crores..
20. Donations in cash or kind (other than political) upto Rs.5 Crores in an year.
21. To authorise any Director(s) / Officer(s)/ Employee(s)/ or other persons(s) to generally make all such arrangements and to do all such acts, deeds, matters and things as may be required for the above stated purpose(s).
22. Any other power(s) as may be decided by the Board from time to time."

For Jindal Steel & Power Limited

Certified to be true..../-


Jagadish Patra
Vice President & Company Secretary

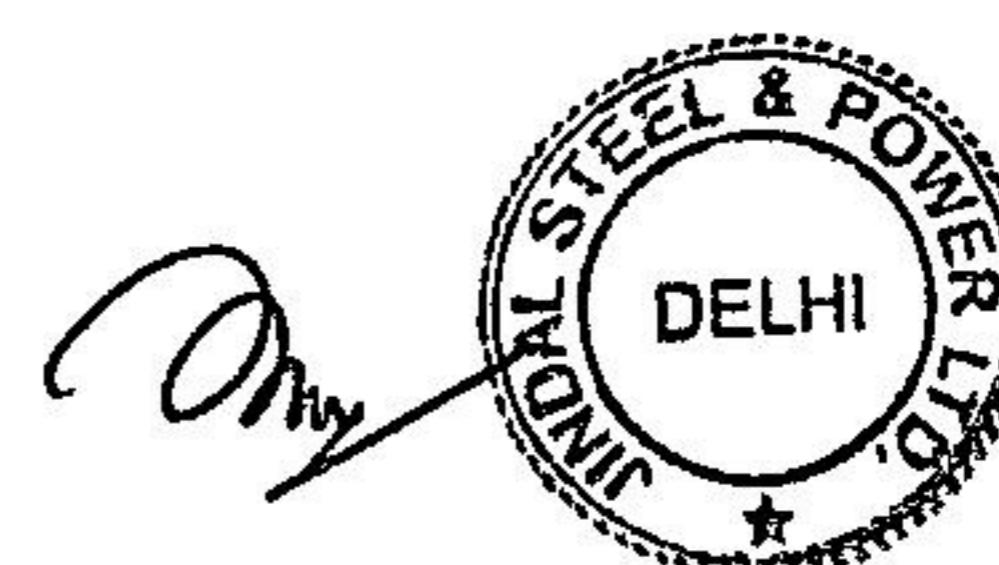
Issued on: January 28, 2019
Place: Gurgaon

DOC. NO. JSPL/83/2017-18

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF JINDAL STEEL AND POWER LIMITED IN ITS MEETING HELD ON SEPTEMBER 8, 2016

"RESOLVED THAT in modification to the resolution passed by the Board of Directors in its meeting held on April 27, 2016 and April 28, 1999 and pursuant to Section 179 of the Companies Act, 2013 and such other provisions as may be applicable and such other laws and rules including any amendments thereof readwith Article 105 of the Articles of Association of the Company, the Corporate Management Committee of the Board of Directors be and is hereby authorised to exercise the following powers:

1. Subject to Section 180 (1)(a) of Companies Act, 2013 and further subject to the limits approved by the Shareholders from time to time, to enter into any contract, agreement, arrangement or transactions to purchase, acquire, sell, import, export or re-export plant, machinery, equipment, land and building or other assets for the business of the Company and for the purpose to authorise any Director(s), Officer(s), employee(s) or other person(s) to execute and sign all deeds, instruments, contracts, receipts and other documents or writings on behalf of the Company.
2. To authorise any Director(s) / Officer(s) / employee(s) or other person(s) to make applications, petition submissions, prayers etc. on behalf of the Company, to appear and represent the Company before various Statutory and Public Authorities including Central/State Government, Municipal/ Local Authorities, etc. in connection with the business of the company and in that behalf to issue Letter of Authority / Power of attorney in favour of such person(s).
3. To institute, defend, prosecute, conduct, compound, refer to arbitration, abandon and compromise legal or other proceedings, claims and / or disputes by or against the Company or in which the company is concerned or interested and to authorise any Director(s) / Officer(s) / employee(s) / or other person(s) to appear before the Supreme Court, High Court, District and subordinate Courts, Labour Courts, Quasi-Judicial Tribunals or authorities including District Consumer Redressal, State Consumer Forum, National Tribunal under the Consumer Protection Act, etc. either personally or through Counsel(s) / Advocates and in that behalf issue Power of Attorney and / or authority to sign application, petitions, submissions, objections, Rejoinders, Reviews, Revision, Appeal, prayers etc. and to exercise all such incidental powers as may be necessary and expedient in this behalf.
4. To authorise any of the Director(s) / Officer(s) / employee(s) / or other persons(s) to represent the Company in the Annual General Meetings / Extra- ordinary General Meeting of Companies / Corporations / other bodies corporate Chambers of Commerce / Trade of which the company is a shareholder / debentureholder / creditor / member.



5. To approve / refuse transfer / transmission / transposition / subdivision / split / consolidation of shares / debentures / warrants of the Company, to issue duplicate certificate(s) in accordance with listing agreement with the Stock Exchanges and the Memorandum and Articles of Association of the Company and to authorise any person to give acknowledgement for receipt of Call Money(s) on shares / debentures and to authorise any Director(s) / Officer(s) or Employee(s) or other person to sign / endorse the certificate.
6. To appoint any person as the Committee may deem fit whether such person be an employee of the Company or not, to represent the company or to attend to any special or other ordinary assignment on behalf of the Company by executing a general or special power of attorney or a letter of authority for any specific or other work as the Committee may deem fit in the interest of the company and to incur on behalf of the Company and / or to reimburse to such representative all expenses that may be necessary and / or incurred for the business of the Company.
7. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Government Undertaking(s), local bodies or such other organisation etc. in connection with the business of the Company.
8. To take on lease / hire / hire purchase/ rent moveable and immovable properties for the purpose of the business of the Company and authorise any Director(s) / Officer(s) or Employee(s) / or other person to sign necessary documents on behalf of the Company upto a limit of Rs. 400 Crore from any one Company at any one point of time :
9. To take on lease / rent / license accommodation for the residence of employees as well as for commercial purposes of the company, upto Rs. 5 lakh per month for each such unit of accomodation and authorise any Director, Officer or employee of the company to execute the necessary documents.
10. To allot shares / debentures/ warrants or other securities to any person(s) arising out of Public / Right issue or on private placement basis and/or otherwise and to authorise any Director(s) / Officer(s) / Employees(s) / of the Company to issue Letters of Allotment and sign on the share / debenture certificates on behalf of the company as per the provisions of the Articles of Association, the Companies Act, 2013 and any other Act(s).
11. To appoint Depository(ies), Registrar & Share Transfer Agent(s), Advisors, Merchant Bankers or other intermediaries and authorise any Director(s) / Officer(s) / Employee(s) / of the Company to sign and execute necessary documents with them.
12. To make calls for payment of allotment/call money(s) from the shareholders.

Jindal Steel & Power Limited

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

CIN: L27105HR1979PLC009913

T: +91 11 4146 2000 F: +91 11 2616 1271 W: www.jindalsteelpower.com E: jsplinfo@jindalsteel.com

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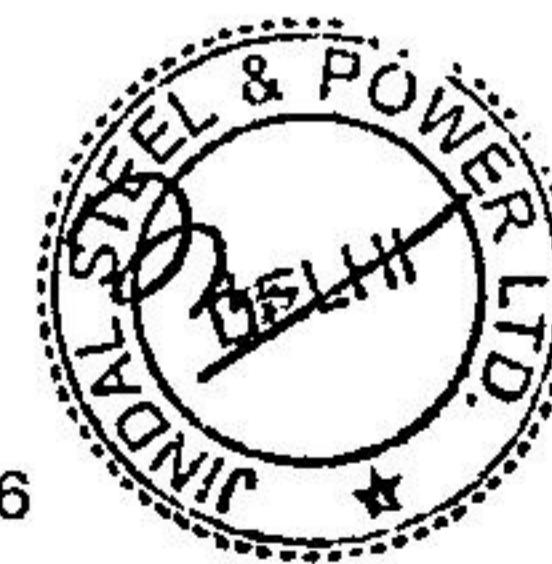
debentureholders to whom the shares/ debentures are allotted, from time to time, and to authorise any Director(s) / Officer(s) / Employee(s) of the company to issue allotment advice and call money notice on behalf of the company as per the provision of the Articles of Association, the Companies Act, 2013 and any other Act(s).

13. To fix record date(s) and decide period(s) of closure of transfer books/records for purpose of payment of interest / redemption of Debentures, conversion of fully convertible Debentures / partly convertible debentures or other securities into shares, exercise of option for shares against warrants, payment of dividend, Bonus Issue, Right Issue, holding general meeting of any class of Shareholders/ Debentureholders etc. keeping in view the SEBI Regulations.
14. To open/ close bank account(s) and authorise Director(s), Officer(s), Employee(s) or other person(s) to operate them, make sign, draw, endorse or negotiate on behalf of the Company cheques, bill of exchange, drafts, hundies or any other instrument and to change the operation of the accounts from time to time.
15. To deal with and comply with requirements of various laws including labour and anti-pollution laws applicable to the Factories of the Company, appoint / nominate Director(s) / Officer(s) or Employee(s) to discharge responsibilities as Occupier / Manager / Nominated Owner / Agent or in any other capacity as may be required thereunder.
16. To monitor exposure of the Company - both financial & legal - and ensure direct accountability and responsibility.
17. Appointment of professionals, agencies, firms, Placement agencies, etc. and provide mandates for financial advisory/consultancy, periodic statutory certifications, valuations, due-diligence, market research, head-hunting, etc. and delegate such authorities to any Executive(s) of the Company fixing specific limits.
18. To approve and authorize the persons to Decide/Negotiate/Finalise any Agreements, Memorandum of Understandings(MOUs), Lease Agreements, and such other Agreements, Memorandum of Understandings (MOUs)/Contracts of commercial nature in the ordinary course of business.
19. To formulate, approve and authorize implementation of human resources plans and policies including compensation structures and/or retention / training & development policies of the Company from time to time other than those coming under the purview of Nomination and Remuneration Committee of the Board.
20. To approve and authorize the persons for procurements of materials, purchase of various goods, Import/Export, logistics including the matters related to printing and publication of Company documents.
21. To make application to appropriate authorities and seek approvals, securing



registrations, licenses, permissions / approvals in the name of the Company as may be required under various statutes, rules and regulations, and authorizing executives to represent the Company before various statutory or administrative authorities.

22. To authorise or Issue of letter restricted Power of Attorney(ies) in favour of executives of the Company to file, institute, defend, plead, settle, compromise, withdraw any legal case / complaint filed by or against the Company and to represent the Company in any Court of Law or Statutory Authority or Arbitration Council in India or Abroad and for that purpose to sign, verify, affirm, execute, file, deliver such papers, evidence, documents, replies, plaints, written statements, petitions, applications, vakalatnama, affidavits, undertakings, declarations for and on behalf of the Company as may be required to be submitted in any Court of law, or before any Statutory Authority or Arbitration Council in India or abroad and to engage any Advocate, Counsel, Solicitor or Consultant for the aforesaid purpose.
23. To delegate authorities for authorization to seek, obtain and maintain various statutory / regulatory licenses including but not limited to VAT registration, Sales Tax registrations, Professional tax registration, obtaining/ renewal/ modifications / rectifications of trade licenses;
24. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / agreements/ documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Undertaking(s), Local Bodies or such other organization(s)/institution(s) etc. in connection with the business of the Company.
25. To approve opening of branch(es) / establishments of the Company from time to time at various places either in India or abroad, as are within the budget proposal approved by the Board.
26. To Invest the surplus funds of the Company (including strategic investments) subject in Bank deposits, treasury bills and Government Securities, Mutual Funds etc. and for arrangements of Cash Management system or Forward Contract management mechanism.
27. To Borrow funds, from time to time, whether in Indian rupees or foreign currency, from Banks, Financial / Investment Institutions, Bodies Corporate, Foreign Lenders or other sources, whether in India or abroad, upto an amount, the aggregate outstanding of which should not, at any time, exceed the limits approved by the Shareholders of the Company from time to time, and/or create security in favour of such lenders for repayment of the loans and execute or cause to be executed agreements, deeds or such other documents.
28. To accept Inter Corporate Deposits.





29. To create pledge/hypothecation or any other kind of security on the assets of the Company.
30. Provisions of Loans and/or advances, single or multiple, to any individual entity or person not in excess of Rs. 500 Crores.
31. Donations in cash or kind (other than political) upto Rs. 5 Crores in an year.
32. To authorise any Director(s) / Officer(s)/ Employee(s)/ or other persons(s) to generally make all such arrangements and to do all such acts, deeds, matters and things as may be required for the above stated purpose(s).
33. "Any other power(s) as may be decided by the Board from time to time."

For Jindal Steel & Power Limited

Certified to be true.../-

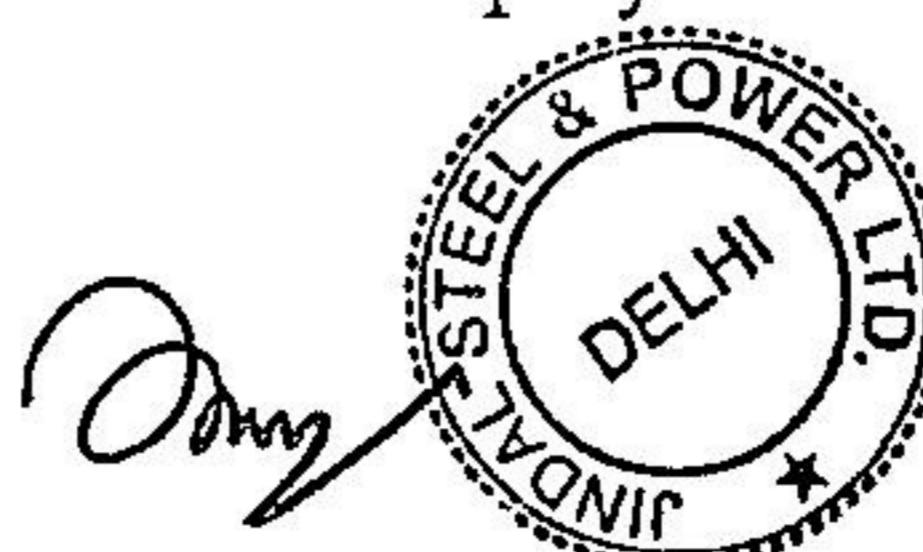

Jagadish Patra
Vice President & Company Secretary

Issued on: January 28, 2019
Place: Gurgaon

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF
DIRECTORS OF JINDAL STEEL AND POWER LIMITED IN ITS MEETING HELD ON
NOVEMBER 13, 2018**

"RESOLVED THAT in modification to the resolution passed by the Board of Directors in its meeting held on September 8, 2016, April 27, 2016 and April 28, 1999 and pursuant to Section 179 of the Companies Act, 2013 and such other provisions as may be applicable and such other laws and rules including any amendments thereof readwith Article 105 of the Articles of Association of the Company, the Corporate Management Committee of the Board of Directors be and is hereby authorised to exercise the following powers:

1. Subject to Section 180 (1)(a) of Companies Act, 2013 and further subject to the limits approved by the Shareholders from time to time, to enter into any contract, agreement, arrangement or transactions to purchase, acquire, sell, import, export or re-export plant, machinery, equipment, land and building or other assets for the business of the Company and for the purpose to authorise any Director(s), Officer(s), employee(s) or other person(s) to execute and sign all deeds, instruments, contracts, receipts and other documents or writings on behalf of the Company.
2. To authorise any Director(s) / Officer(s) / employee(s) or other person(s) to make applications, petition submissions, prayers etc. on behalf of the Company, to appear and represent the Company before various Statutory and Public Authorities including Central/State Government, Municipal/ Local Authorities, etc. in connection with the business of the company and in that behalf to issue Letter of Authority / Power of attorney in favour of such person(s).
3. To institute, defend, prosecute, conduct, compound, refer to arbitration, abandon and compromise legal or other proceedings, claims and / or disputes by or against the Company or in which the company is concerned or interested and to authorise any Director(s) / Officer(s) / employee(s) / or other person(s) to appear before the Supreme Court, High Court, District and subordinate Courts, Labour Courts, Quasi-Judicial Tribunals or authorities including District Consumer Redressal, State Consumer Forum, National Tribunal under the Consumer Protection Act, etc. either personally or through Counsel(s) / Advocates and in that behalf issue Power of Attorney and / or authority to sign application, petitions, submissions, objections, Rejoinders, Reviews, Revision, Appeal, prayers etc. and to exercise all such incidental powers as may be necessary and expedient in this behalf.
4. To authorise any of the Director(s) / Officer(s) / employee(s) / or other persons(s) to represent the Company in the Annual General Meetings / Extra- ordinary General Meeting of Companies / Corporations / other bodies corporate Chambers of Commerce / Trade of which the company is a shareholder / debentureholder / creditor / member.



Jindal Steel & Power Limited

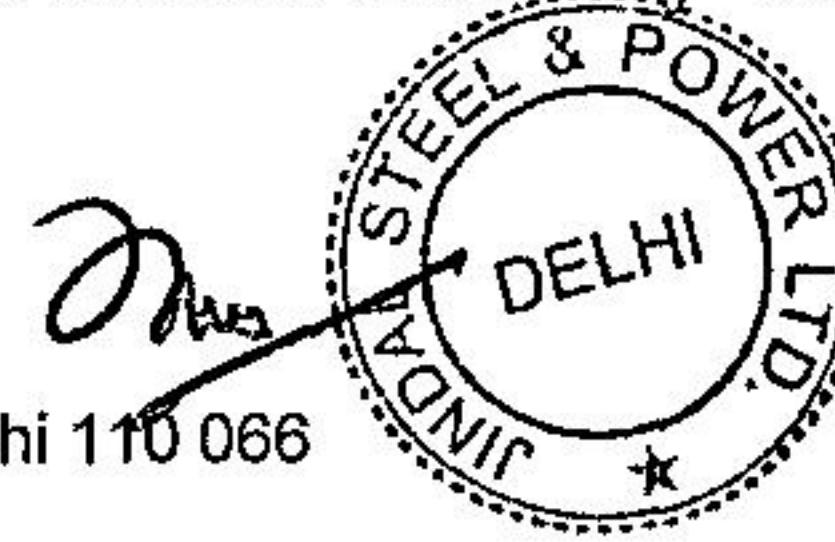
Corporate Office Jindal Centre, 12 Bhikaji Cama Place, New Delhi 110 066

CIN: L27105HR1979PLC009913

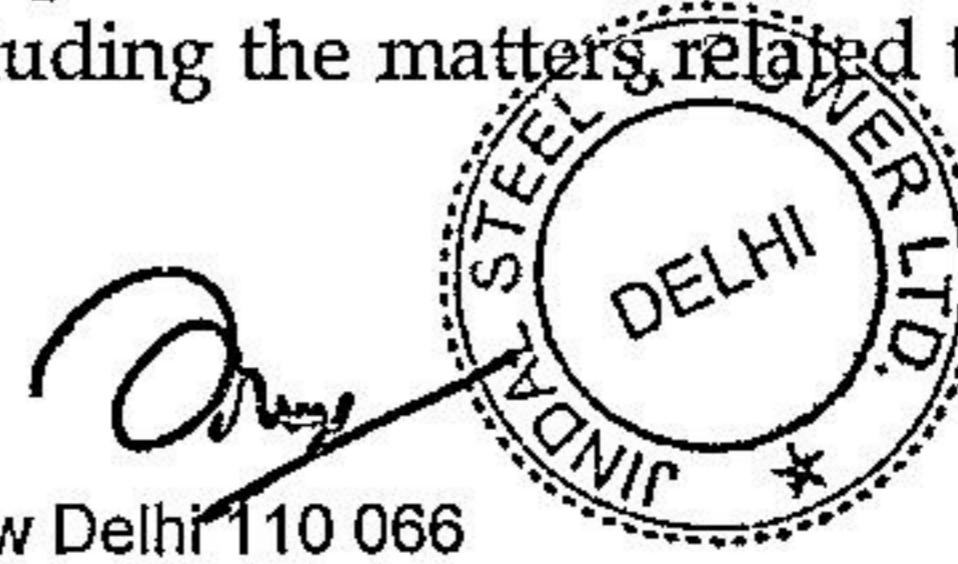
T: +91 11 4146 2000 F: +91 11 2616 1271 W: www.jindalsteelpower.com E: jsplinfo@jindalsteel.com

Registered Office O. P. Jindal Marg, Hisar, 125 005, Haryana

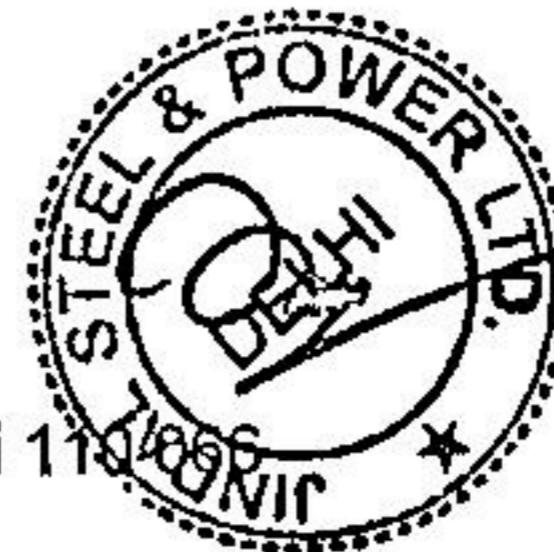
5. To approve / refuse transfer / transmission / transposition / subdivision / split / consolidation of shares / debentures / warrants of the Company, to issue duplicate certificate(s) in accordance with listing agreement with the Stock Exchanges and the Memorandum and Articles of Association of the Company and to authorise any person to give acknowledgement for receipt of Call Money(s) on shares / debentures and to authorise any Director(s) / Officer(s) or Employee(s) or other person to sign / endorse the certificate.
6. To appoint any person as the Committee may deem fit whether such person be an employee of the Company or not, to represent the company or to attend to any special or other ordinary assignment on behalf of the Company by executing a general or special power of attorney or a letter of authority for any specific or other work as the Committee may deem fit in the interest of the company and to incur on behalf of the Company and / or to reimburse to such representative all expenses that may be necessary and / or incurred for the business of the Company.
7. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Government Undertaking(s), local bodies or such other organisation etc. in connection with the business of the Company.
8. To take on lease / hire / hire purchase/ rent moveable and immovable properties for the purpose of the business of the Company and authorise any Director(s) / Officer(s) or Employee(s) / or other person to sign necessary documents on behalf of the Company upto a limit of Rs. 400 Crore from any one Company at any one point of time .
9. To take on lease / rent / license accommodation for the residence of employees as well as for commercial purposes of the company, upto Rs. 5 lakh per month for each such unit of accomodation and authorise any Director, Officer or employee of the company to execute the necessary documents.
10. To allot shares / debentures/ warrants or other securities to any person(s) arising out of Public / Right issue or on private placement basis and/or otherwise and to authorise any Director(s) / Officer(s) / Employees(s) / of the Company to issue Letters of Allotment and sign on the share / debenture certificates on behalf of the company as per the provisions of the Articles of Association, the Companies Act, 2013 and any other Act(s).
11. To appoint Depository(ies), Registrar & Share Transfer Agent(s), Advisors, Merchant Bankers or other intermediaries and authorise any Director(s) / Officer(s) / Employee(s) / of the Company to sign and execute necessary documents with them.



12. To make calls for payment of allotment/call money(s) from the shareholders/ debentureholders to whom the shares/ debentures are allotted, from time to time, and to authorise any Director(s) / Officer(s) / Employee(s) of the company to issue allotment advice and call money notice on behalf of the company as per the provision of the Articles of Association, the Companies Act, 2013 and any other Act(s).
13. To fix record date(s) and decide period(s) of closure of transfer books/records for purpose of payment of interest / redemption of Debentures, conversion of fully convertible Debentures / partly convertible debentures or other securities into shares, exercise of option for shares against warrants, payment of dividend, Bonus Issue, Right Issue, holding general meeting of any class of Shareholders/ Debentureholders etc. keeping in view the SEBI Regulations.
14. To open/ close bank account(s) and authorise Director(s), Officer(s), Employee(s) or other person(s) to operate them, make sign, draw, endorse or negotiate on behalf of the Company cheques, bill of exchange, drafts, hundies or any other instrument and to change the operation of the accounts from time to time.
15. To deal with and comply with requirements of various laws including labour and anti-pollution laws applicable to the Factories of the Company, appoint / nominate Director(s) / Officer(s) or Employee(s) to discharge responsibilities as Occupier / Manager / Nominated Owner / Agent or in any other capacity as may be required thereunder.
16. To monitor exposure of the Company - both financial & legal - and ensure direct accountability and responsibility.
17. Appointment of professionals, agencies, firms, Placement agencies, etc. and provide mandates for financial advisory/consultancy, periodic statutory certifications, valuations, due-diligence, market research, head-hunting, etc. and delegate such authorities to any Executive(s) of the Company fixing specific limits.
18. To approve and authorize the persons to Decide/Negotiate/Finalise any Agreements, Memorandum of Understandings(MOUs), Lease Agreements, and such other Agreements, Memorandum of Understandings (MOUs)/Contracts of commercial nature in the ordinary course of business.
19. To formulate, approve and authorize implementation of human resources plans and policies including compensation structures and/or retention / training & development policies of the Company from time to time other than those coming under the purview of Nomination and Remuneration Committee of the Board.
20. To approve and authorize the persons for procurements of materials, purchase of various goods, Import/Export, logistics including the matters related to printing and publication of Company documents.



21. To make application to appropriate authorities and seek approvals, securing registrations, licenses, permissions / approvals in the name of the Company as may be required under various statutes, rules and regulations, and authorizing executives to represent the Company before various statutory or administrative authorities.
22. To authorise or Issue of letter restricted Power of Attorney(ies) in favour of executives of the Company to file, institute, defend, plead, settle, compromise, withdraw any legal case / complaint filed by or against the Company and to represent the Company in any Court of Law or Statutory Authority or Arbitration Council in India or Abroad and for that purpose to sign, verify, affirm, execute, file, deliver such papers, evidence, documents, replies, plaints, written statements, petitions, applications, vakalatnama, affidavits, undertakings, declarations for and on behalf of the Company as may be required to be submitted in any Court of law, or before any Statutory Authority or Arbitration Council in India or abroad and to engage any Advocate, Counsel, Solicitor or Consultant for the aforesaid purpose.
23. To delegate authorities for authorization to seek, obtain and maintain various statutory / regulatory licenses including but not limited to VAT registration, Sales Tax registrations, Professional tax registration, obtaining/ renewal/ modifications / rectifications of trade licenses;
24. To authorise any Director(s) / Officer(s) / Employee(s) / other person(s) to call for bid and submit quotations / tenders, enter into negotiations, accept, sign and execute contracts / agreements/ documents etc. from time to time, with other person(s) / firm(s) / Company(s)/ Corporation(s) / Government Department(s) / Undertaking(s), Local Bodies or such other organization(s)/institution(s) etc. in connection with the business of the Company.
25. To approve opening of branch(es) / establishments of the Company from time to time at various places either in India or abroad, as are within the budget proposal approved by the Board.
26. To Invest the surplus funds of the Company (including strategic investments) subject in Bank deposits, treasury bills and Government Securities, Mutual Funds etc. and for arrangements of Cash Management system or Forward Contract management mechanism.
27. To Borrow funds, from time to time, whether in Indian rupees or foreign currency, from Banks, Financial / Investment Institutions, Bodies Corporate, Foreign Lenders or other sources, whether in India or abroad, upto an amount, the aggregate outstanding of which should not, at any time, exceed the limits approved by the Shareholders of the Company from time to time, and/or create security in favour of such lenders for repayment of the loans and execute or cause to be executed agreements, deeds or such other documents.
28. To accept Inter Corporate Deposits.



29. To create pledge/hypothecation or any other kind of security on the assets of the Company.
30. Provisions of Loans and/or advances, single or multiple, to any individual entity or person not in excess of Rs. 500 Crores.
31. Donations in cash or kind (other than political) upto Rs. 5 Crores in an year.
32. To authorise any Director(s) / Officer(s)/ Employee(s)/ or other persons(s) to generally make all such arrangements and to do all such acts, deeds, matters and things as may be required for the above stated purpose(s).
33. To issue from time to time, Letter(s) of Comfort (not being guarantee) on behalf of its subsidiary(ies)/ associate(s)/ affiliate(s) to any bank(s), financial institution(s) or any other body corporate(s), in relation to various business requirement(s)/ obligation(s) of the subsidiary(ies)/ associate(s)/ affiliate(s) of the Company, provided that the outstanding amount of the Letter of Comfort so issued shall not, at any given point of time exceeds Rs. 5,000 crores or any equivalent thereof.
34. Any other power(s) as may be decided by the Board from time to time."

For Jindal Steel & Power Limited

Certified to be true..../-



Jagadish Patra
Vice President & Company Secretary

Issued on: January 28, 2019
Place: Gurgaon