

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U28112MH2009PLC191045

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCJ1473D

(ii) (a) Name of the company

JSW SEVERFIELD STRUCTURES

(b) Registered office address

08, B-wing, Ground Floor, Art Guild HousePhoniex Market City
, L.B.S Marg, Kurla (West)
Mumbai
Mumbai
Maharashtra
400070

(c) *e-mail ID of the company

swatika.gupta@jssl.in

(d) *Telephone number with STD code

02267317000

(e) Website

(iii) Date of Incorporation

19/03/2009

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U72400MH2004PLC147094

Pre-fill

Name of the Registrar and Transfer Agent

NSDL DATABASE MANAGEMENT LIMITED

Registered office address of the Registrar and Transfer Agents

4th Floor, Tower 3, One International Center Senapati Bapat
Marg, Prabhadevi, Mumbai - 400 013 Delisle Road

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JSW STRUCTURAL METAL DECI	U28112MH2009PLC197954	Subsidiary	66.67

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	600,000,000	395,875,880	395,875,880	395,875,880
Total amount of equity shares (in Rupees)	6,000,000,000	3,958,758,800	3,958,758,800	3,958,758,800

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	600,000,000	395,875,880	395,875,880	395,875,880
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,000,000,000	3,958,758,800	3,958,758,800	3,958,758,800

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	235,437,920	160,437,960	395,875,880	3,958,758,800	3,958,758,800	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	235,437,920	160,437,960	395875880	3,958,758,8	3,958,758,8	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

13,432,027,000

(ii) Net worth of the Company

3,410,415,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	30	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	30	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	197,937,910	50	0	
10.	Others Foreign Body Corporate	197,937,910	50	0	
	Total	395,875,880	100	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

**Total number of shareholders (Promoters+Public/
Other than promoters)**

7

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	3	1	3	0	0
B. Non-Promoter	1	2	1	2	0	0
(i) Non-Independent	1	0	1	2	0	0
(ii) Independent	0	2	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	5	2	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJEEV PAI	00045604	Director	10	
ALAN DAVID DUNSMO	03020101	Director	20	
DEREK RANDALL	02433966	Managing Director	10	
RANJITKUMAR GOPIN	08915833	Whole-time director	0	
ANURADHA AMBAR B	07128141	Director	0	
JUGAL KISHORE TAN	01282681	Director	0	
Pawan Kumar Kedia	00020570	Director	0	
SANTANU CHOUDHUR	AEZPC4784N	CFO	0	
SWATIKA GUPTA	AQKPG8097K	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ANURADHA AMBAR B	07128141	Director	04/05/2022	Change in designation from Independent
JUGAL KISHORE TAN	01282681	Director	04/05/2022	Change in designation from Independent
DEREK RANDALL	02433966	Managing Director	01/04/2022	RE-APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	15/07/2022	7	5	99.99
EGM	02/03/2023	7	5	99.99

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/05/2022	7	6	85.71
2	13/07/2022	7	7	100
3	13/10/2022	7	7	100
4	12/01/2023	7	7	100
5	16/02/2023	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

8

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR Committee	04/05/2022	3	2	66.67
2	Audit Committee	03/05/2022	3	3	100
3	Nomination & I	04/05/2022	3	2	66.67
4	Audit Committee	12/07/2022	3	3	100
5	Nomination & I	13/07/2022	3	3	100
6	Audit Committee	12/10/2022	3	2	66.67
7	Audit Committee	11/01/2023	3	3	100
8	Nomination & I	16/02/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	14/07/2023
								(Y/N/NA)
1	RAJEEV PAI	5	4	80	1	1	100	No
2	ALAN DAVID	5	5	100	4	1	25	Yes

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

KAUSHAL DOSHI

Whether associate or fellow

Associate Fellow

Certificate of practice number

13143

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RANJIT KUMAR PILLAI Digitally signed by RANJIT KUMAR PILLAI
Date: 2023.08.31 14:14:35 +05'30'

DIN of the director

To be digitally signed by

SWATIKA GUPTA Digitally signed by SWATIKA GUPTA
Date: 2023.08.31 14:15:30 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

List of Shareholders_ JSSL_ 31032023.pdf
Form MGT-8_ JSW SEVERFIELD STRUC

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



FORM MGT-8

[Pursuant to section 92 (2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **JSW SEVERFIELD STRUCTURES LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended **31st March, 2023**. In our opinion and to the best of our information and explanations furnished to me by the Company and its officers I certify that:

- A. The Annual Return states the facts as at the close of aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records and making entries therein;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the tribunal, court and other authorities within the prescribed time;
 4. Calling/convening/holding meetings of Board of Directors and its Committee and the General meetings of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and the same have been signed. Further no instances of postal Ballot were occurred;
 5. Closure of Register of members/ Securities Holders, as the case may be;
 6. The Company has not given advances/loans to its Director and /or persons of firms or companies referred in section 185 of the Act;
 7. Contracts/Arrangements with related parties as specified in section 188 of the Act;
 8. During the year, company has increased its Authorised share capital from Rs. 400,00,00,000/- to Rs. 600,00,00,000/- vide Extra-Ordinary General Meeting dated 02nd March, 2023. Further there were no issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;

9. The Company was not required to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfers of shares in compliance with the provisions of the Act;
10. The Company has not declared/paid dividend for the Financial Year 2022-23 and there were no transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act, Since there was no any dividend declared hence filing the form IEPF-2 with Registrar of Companies was not applicable to the Company;
11. Signing the Audited Financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. The Company has complied with the provisions of the Act and rules made there under with respect to constitution, appointment, re-appointments, retirement disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; During the year changes in the company's Board of Directors under the review:
 - Mr. Jugal Kishore Tandon (DIN: 01282681) and Mrs. Anuradha Ambar Bajpai (DIN: 07128141) were re-designated as non-Executive, non-independent Director of the company with Effect from 04th May, 2022.
 - Mr. Derek Randall (DIN: 02433966) re-appointed as the Managing Director for a period of one year with effect from 1st April, 2022.
13. The Company has complied with the provisions of the Act and rules made there under with respect to appointment of auditors as per the provisions of section 139 of the Act;
14. The Company was not required to seek any approval from the Central Government, Tribunal, Regional director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted / Renewal/ Repayment of deposits during the year;
16. Borrowings from its Directors, Members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. During the year the Company has altered the provisions of the Articles of Association with respect to increase in authorised share capital of the company. However, the Company has not altered the provisions of Memorandum of Association.

FOR KAUSHAL DOSHI & ASSOCIATES,
Practicing Company Secretary

KAUSHAL
DHIRENDRA
DOSHI

Digitally signed by
KAUSHAL DHIRENDRA
DOSHI
Date: 2023.08.31 13:21:16
+05'30'

Kaushal Doshi
Proprietor

FCS: 10609; COP No: 13143
UDIN: F010609E000900531

Place: Mumbai

Date: 31st August, 2023



LIST OF SHARE HOLDERS OF JSW SEVERFIELD STRUCTURES LIMITED AS ON MARCH 31, 2023

Sr No.	Name	Nationality	Residential Address	No. of shares held
1	Mr. Jayant Acharya*	Indian	F-303, Great Eastern Gardens, L.B.S. Marg, Kanjurmarg (West), Mumbai – 400 078	10
2	Dr. Derek Randall**	Great Britain	9 Rydale Gardens, Bawtry, Doncaster South Yorkshire, DN10 6XL, United Kingdom	10
3	Severfield Mauritius Limited	Mauritius	P.O. Box 80, Felix House, 24 Dr. Joseph Riviere Street, Port Louis, Mauritius	197937910
4	JSW Steel Limited	Indian	JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051	197937910
5	Mr. Alan Dunsmore**	Great Britain	7, Grosvenor Terrace, York, YO30 7AG, United Kingdom	20
6	Mr. Rajeev Pai*	Indian	Flat No. 104, 10th Floor, Shravan A, Tarangan Society, Pokharan Road 1, Near Cadbury Compound, Thane – 400 606	10
7	Mr. Lancy Varghese*	Indian	12, Yashomangal, 64 - B, Lallubhai Shamaldas Road, Andheri - West, Mumbai - 400088	10
TOTAL				395875880

* Nominees of JSW Steel Limited

** Nominees of Severfield Mauritius Limited

CERTIFIED TO BE TRUE

For JSW SEVERFIELD STRUCTURES LIMITED

.....
SWATIKA GUPTA
COMPANY SECRETARY
ACS 28582

PLACE: MUMBAI
DATE: 14.07.2023

JSW Severfield Structures Limited

Regd. Office : 05-08, B wing, Lower Ground Floor, Art Guild House, Phoenix Market City, L.B.S. Marg, Kurla (West), Mumbai- 400070

Phone: 022 6731 7000, **Fax :** 022 6731 7070

CIN No : U28112MH2009PLC191045 **Email :** info@jssl.in **Website :** www.jssl.in